



OBI Pharma, Inc.

2022 General Shareholders' Meeting Meeting Handbook

Date of the meeting: 9:00 am, June 27, 2022

Place of the meeting: 7F, No 359 Section 7 Zhongxiao East Road,
Nangang District, Taipei City 115011 Taiwan
(7F, Supernova Ballroom, COURTYARD® TAIPEI)

The meeting will be Physical Shareholders Meeting
held by means of:

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I. Meeting Procedure

OBI Pharma, Inc.

General Meeting Meeting Procedure

- I. Opening Address
- II. Chairman Address
- III. Reported Matters
- IV. Acknowledged Matters
- V. Matters for Discussion
- VI. Election Matters
- VII. Other Proposals
- VIII. Extemporaneous Motions
- IX. Adjournment

II. Meeting Agenda

OBI PHARMA, INC.

MEETING AGENDA FOR THE GENERAL MEETING (SUMMARY TRANSLATION)

The 2022 General Meeting of OBI Pharma, Inc., will convene at 9:00am on June 27, 2022 at the 7F, No 359 Section 7 Zhongxiao East Road, Nangang District, Taipei City 115011 Taiwan (7F, Supernova Ballroom, COURTYARD® TAIPEI)

I. REPORTED MATTERS

- (1) 2021 Business Report
- (2) 2021 Audit Committee's Review Report
- (3) Status of the Sound Operating Plan of the Company

II. ACKNOWLEDGED MATTERS

- (1) 2021 Annual Final Accounting Ledgers and Statements
- (2) 2021 Earnings Distribution Loss Off-setting

III. MATTERS FOR DISCUSSION

- (1) Amendments of the Company's "Articles of Incorporation"
- (2) Amendments of the Company's "Procedures for Asset Acquisition & Disposal "
- (3) Rules and issuance of 2022 restricted stock awards

IV. ELECTION MATTERS

Election of 7th Board of Directors

V. OTHER PROPOSALS

Remove the restriction of Competition Prohibition

VI. EXTEMPORARY MOTIONS

i Reported Matters

[The first case]

Cause: 2021 Business Report, it is hereby proposed for public identification.

Description: Please refer to Page 18, Attachment 1 of this manual for the 2021 Business Report.

[The second case]

Cause: 2021 Audit Committee's Review Report, it is hereby proposed for public identification.

Description: Please refer to Page 28, Attachment 2 of this manual for the 2021 Audit Committee's review report.

[The third case]

Cause: Implementation of sound operating plans, it is hereby proposed for public identification.

Description: Please refer to Page 30, Attachment 3 of this manual for the implementation of sound operating plans in 2021.

ii Acknowledged Matters

[The first case] (Proposed by Board of Directors)

Cause: The 2021 annual final accounting ledgers and statements, it is hereby proposed for acknowledgment.

Description:

1. The 2021 business report and combined and individual financial statements of the Company have been passed by Board of Directors, among them, the combined and individual financial statements have been certified by accountant Liang, Hua-Ling and David Teng from PwC Taiwan and audit report of unqualified opinion has been issued, it is hereby proposed for acknowledgment.
2. Please refer to Page 18 Attachment 1 and Page 33, Attachment 4 of this manual for the above business report, accountant's audit report and financial statements.

Resolution:

[The second case] (Proposed by Board of Directors)

Cause: 2021 earnings distribution loss off-setting, it is hereby proposed for acknowledgment.

Description:

1. As audited by the accountant, the accumulated losses in 2021 financial statements of the Company is NT\$2,908,622,195, already exceeding one second of the paid-up capital of NT\$1,992,793,740 on March 18, 2022.
2. Please refer to Page 5 of this manual for 2021 Deficit Compensation Table of the Company.

Resolution:

OBI Pharma, Inc.
Deficit Compensation Table
2021

Unit: NT\$

Item	Amount
Beginning loss to be covered	(1,377,935,459)
Net loss after tax in 2021	(1,530,686,736)
Accumulated ending deficit	(2,908,622,195)

Chairman: Michael N.
Chang

Manager: Michael N.
Chang

Accounting Colin Kao
Officer:

iii Matters for Discussion

[The first case] (Proposed by Board of Directors)

Cause: Proposal for Amendments to Some Provisions of “Articles of Incorporation” of the Company, submitted for discussion.

Description: In order to make the way to convene Shareholders’ Meeting of the Company more flexible, in accordance with the provisions of Article 172-2 of the Company Act, it is clearly stipulated in the Articles of Incorporation that Shareholders’ Meeting can be convened online or in any other form announced by the central competent authority, and therefore some provisions in “Articles of Incorporation” are hereby amended. Please refer to Page 57, Attachment 5 of this manual.

Resolution:

[The second case] (Proposed by Board of Directors)

Cause: Proposal for Amendments to Some Provisions of “Procedures for Asset Acquisition & Disposal” of the Company, submitted for discussion.

Description: In response to the Financial Supervisory Commission on January 18, 2022, FSC Letter Ref. No. 1110380465, it is hereby amended some terms of the “Procedures for Asset Acquisition & Disposal”, please refer to Page 59, Attachment 6 of this manual for comparison table of amendments.

Resolution:

[The third case] (Proposed by Board of Directors)

Cause: Proposal for Formulation of Measures for Issuance of Restricted Stock Awards (RSA) of the Company for 2022 and Issuance of RSA, submitted for discussion.

Description: 1. In order to attract and retain senior officers, the Company formulates Measures for Issuance of Restricted Stock

Awards (RSA) for 2022 according to Article 267 of the Company Act, Article 22 of the Securities Exchange Act and “Regulations Governing the Offering and Issuance of Securities by Securities Issuers” issued by the Financial Supervisory Commission (FSC).

2. Estimated total shares to issue:

Not exceeding 500,000 ordinary shares. The number of shares actually issued will be submitted to the Board of Directors for a resolution after the proposal for issuance of RSA is approved by the regular Shareholders’ Meeting and competent authority.

3. Employees’ qualifications and rationed shares obtained:

- A. The applicable objects of this reward plan are limited to full-time senior officers who are in-service and achieve certain performance on the date when RSA is granted. A qualified senior officer must be (1) a person having a major influence on the Company’s decision-making on operations, or (2) a key talent for the future development of core technologies and strategies of the Company.
- B. Eligible senior officers and number of shares rationed will be verified and determined by the board chairperson first and then submitted to the Remuneration Committee and the Board of Directors for approval in consideration of the Company’s operating results, personal ranks, work performance and other suitable reference factors.

4. Main issuance conditions of RSA

- A. Estimated issue price: Unpaid issuance
- B. Vesting conditions:
After being rationed with RSA, senior officers shall simultaneously comply with the following conditions before actually acquiring it: (1) They are still

in-service upon the date of expiry of each vesting period; (2) They haven't violated any contracts signed with the Company as well as work rules of the Company during each vesting period; (3) They have achieved the performance assessment indexes of senior officers set up by the Company (in other words, the performance assessment grade of the senior officers must be "Exceed" and above in recent one year since the expiry of the vesting period.

Share ratios vested in each year:

- a. If a senior officer still works for the Company for two years since the granting date after issuance, 50% of RSA will be vested to this officer;
 - b. If a senior officer still works for the Company for three years since the granting date after issuance, 25% of RSA will be vested to this officer;
 - c. If a senior officer still works for the Company for four years since the granting date after issuance, 25% of RSA will be vested to this officer;
- C. Method for handling of situations in which employees haven't complied with vesting conditions or been involved in inheritance:

When a senior officer fails to comply with the vesting conditions determined in the preceding paragraph, the Company will take back his/her shares free of charge and handle cancellation; other situations (including but not limited to occurrence of inheritance) shall be handled according to Measures for Issuance of Restricted Stock Awards (RSA).

5. Amount possibly expensed, status of dilution of earnings per share of the Company, and other events that have an impact on the shareholders' equity: The total expensed amount is conservatively and tentatively estimated as approximately NT\$ 55,000,000 based on RSA that does not exceed 500,000 ordinary shares and average closing price of ordinary share as NT\$ 110.67 in March 2022. If RSA is issued in August 2022, the expensed amount from 2022 to 2026 is tentatively estimated as NT\$ 9,000,000, NT\$ 22,000,000, NT\$ 16,000,000, NT\$ 6,000,000 and NT\$ 2,000,000 respectively in accordance with the aforesaid assumption and estimation.
The amount involved in the possible influence on expensed amount from 2022 to 2026 on earnings per share is tentatively estimated as approximately NT\$ 0.04, NT\$ 0.096, NT\$ 0.070, NT\$ 0.027 and NT\$ 0.009 according to the number of shares already issued by the Company at present and calculation of no more than 500,000 ordinary shares of RSA. Therefore, the possible dilution on the earnings per share of the Company is still limited, and RSA has no major influence on the shareholders' equity.
6. The Company shall handle RSA issued this time in form of stock trust custody.
7. When it is necessary to amend or adjust each condition for RSA this time due to the instructions of competent authority or rules indicated in relevant laws and regulations, it is proposed to apply to the regular Shareholders' Meeting for the authorization of the board chairperson to amend these Measures, and then reported to the Remuneration Committee and the Board of Directors for additional issue before RSA can be issued.

8. Please refer to Page 70, Attachment 7 of this manual for the Measures for Issuance of Restricted Stock Awards (RSA) of the Company.

Resolution:

iv. Election Matters

[The first case] (Proposed by Board of Directors)

Cause: Hold an election for the director seat of the 7th Board of Directors of the company

Description: 1. The tenure of directors of the 6th Board of Directors of the Company is to expire on June 26, 2022. According to the provisions of the Articles of Incorporation, seven directors (including three independent directors) will be elected and appointed with tenure of three years. The Shareholders' Meeting will elect and appoint capable persons, and the post of director can be reelected and reappointed.

2. The new directors of the 7th Board of Directors will take office on the date when they are elected and appointed by the regular Shareholders' Meeting in 2022 with tenure starting from June 27, 2022 and ending on June 26, 2025.

3. Candidate nomination system is adopted for the election and appointment of directors (including independent directors) of the Company. List of candidates was reviewed and passed by the Board of Directors on May 6, 2022. Relevant information is specified as follows:

List of director candidates (No.1~No.4):

No.	Name	Major education background (experience)
1	Michael N. Chang Number of shareholding: 3,872,692 shares	Education background: Postdoctoral Research, Massachusetts Institute of Technology, Doctor of Organic Chemistry, Brandeis University Experience: Founder and Chairman of Optimer Pharmaceuticals, Inc. Current position: CEO and Chairman of OBI Pharma, Inc.
2	Yi Tai Investment Co., Ltd. Represent: Tamon Tseng	Education background: Master of Laws, University of London Experience:

	Number of shareholding: 25,765,032 shares	Supervisor of SinoPac Financial Holdings Co., Ltd Current position: Special Assistant of Legal Affairs Office, Ruentex Industries Co., Ltd.
3	Sheng Cheng Investment Co., Ltd. Represent: Yun Yen Number of shareholding: 3,254,218 shares	Education background: PhD of Pathology and Cell Biology, Thomas Jefferson University Experience: Emeritus Professor of City of Hope National Medical Center, USA, President of Taipei Medical University Current position: Chairman of Tanvex BioPharma Inc. Distinguished Chair Professor of Graduate Institute of Cancer Biology and Drug Discovery, TMU
4	Sheng Cheng Investment Co., Ltd. Represent: Frank Chen Number of shareholding: 3,254,218 shares	Education background: Master degree from Graduate Institute of Business Administration, National Taiwan University Experience: Deputy General Manager of Investment Management Division and Special Assistant to President, Ruentex Group Current position: Deputy General Manager of Investment Management Division and Special Assistant to President, Ruentex Group

List of independent director candidates (No.5~No.7):

No.	Name	Major education background (experience)
5	Howard Lee Number of shareholding: 0 shares	Education background: Chemistry (PhD), University of Southern California Experience: Partner of CID-Group Current position: Chairman of Tahoe Pharmaceuticals Ltd. Chairman of Transwell Biotech Co., Ltd. Independent Director of Sunko Ink Co., Ltd. Independent Director of Genovate Biotechnology

		<p>Co., Ltd.</p> <p>Independent Director of Taimed Biologics Inc</p> <p>Director of Easywell Biomedicals, Inc</p> <p>Director of Industrial Technology Investment Corporation</p> <p>Director of Amphastar Pharmaceuticals, Inc.</p> <p>Director of Capso Vision Inc.</p> <p>Director of Taiwan Bio Industry Organization</p> <p>Director of Taiwan Society For The Chest Care</p>
6	<p>Mingchin Chen</p> <p>Number of shareholding: 0 shares</p>	<p>Education background:</p> <p>PhD in Accounting, Arizona State University</p> <p>Experience:</p> <p>Director of department of Accounting, National Chengchi University (2005~2008)</p> <p>Fulbright Program of International Scholar Exchange (2009~2010)</p> <p>Independent Director of Bank of Taiwan (2012~2021)</p> <p>Independent Director of Taimed Biologics Inc (2011~2022)</p> <p>Independent Director of Ruentex Material Co., Ltd. (2013~Now)</p> <p>Director of Taiwan Stock Exchange (TWSE) (2016~Now)</p> <p>Current position:</p> <p>Professor of accounting, National Chengchi University</p>
7	<p>Chinting Chiu</p> <p>Number of shareholding: 0 shares</p>	<p>Education background:</p> <p>Master of Business, National Taiwan University</p> <p>Experience:</p> <p>Chairman of Securities and Futures Investors Protection Center (STIPC) (2009/01/05~2021/01/02)</p> <p>Current position:</p> <p>Dispute Mediation Committee of Dispute Mediation Committee</p>

Resolution:

v. Other Proposals

[The first case] (Proposed by Board of Directors)

Cause: The release of non-competition restrictions on directors, it is hereby proposed for discussion.

Description

1. In order to meet the actual operational needs of the Company, in accordance with Article 209 of the Company Act, the restriction on non-competition for the directors (include independent directors) to be elected at the shareholders' meeting in 2022 is lifted, and the directors of the Company have requested permission from the shareholders' meeting for themselves or others to perform acts within the scope of business of the Company.
2. The list for releasing non-competition restrictions on directors is as shown below:

Name of director	Name of concurrent company/institution	Permitted competition behavior
Michael N. Chang	OBI Pharma USA, Inc.	Director
	OBI Pharma Australia Pty Ltd.	Juridical Person Director Representative
	Amaran Biotechnology, Inc.	Juridical Person Director Representative
	Ansun Biopharma, Inc.	Director
	Delos Capital Holdings Limited	Director and GP copartner
Yi Tai Investment Co., Ltd. Representative: Tamon Tseng	Ruentex Industries Co., Ltd.	Special Assistant of Legal Affairs Office
	Taimed Biologics Inc	Juridical Person Director Representative
	Amaran Biotechnology, Inc.	Juridical Person Director Representative
	Mithra Biotechnology Inc.	Juridical Person Director Representative
	RuenHuei Biopharmaceuticals Inc.	Juridical Person Director Representative
	Run Cheng Investment Holding Co., Ltd.	Juridical Person Director Representative
	Sunny Friend Environmental Technology Co., Ltd.	Juridical Person Director Representative
	Yi Tai Investment Co., Ltd.	Juridical Person Supervisor Representative
	Sheng Cheng Investment Co., Ltd.	Juridical Person Director Representative
	Ruentex Construction Co., Ltd.	Juridical Person Director Representative
	Taiwan Transport Insurance	Chairman

	Service Co., Ltd. China Marine Surveyors & Sworn Measurers` Corp. Juridical Person Mr. Yi Xunnuo Memorial Education Foundation Hao Ke Investment Holding Co., Ltd. Nan Shan Life Insurance Company, Ltd. Tanvex BioPharma, Inc.	Director Director Juridical Person Director Representative Juridical Person Director Representative Juridical Person Director Representative
Sheng Cheng Investment Co., Ltd. Representative: Yun Yen	Tanvex BioPharma, Inc. Tanvex BioPharma USA , Inc. Calgent Biotechnology Co., Ltd. Graduate Institute of Cancer Biology and Drug Discovery, TMU Sino American Cancer Foundation (non-profit business) StemBios Technologies, Inc. Fulgent Genetics, Inc. OBIGEN PHARMA, INC. Theragent, Inc. Nano Targeting & Therapy Biopharma Inc. National Health Research Institutes	Chairman Chairman Chairman Distinguished Chair Professor Chairman Chief scientific advisor Independent Director Juridical Person Director Representative Chairman Director Director
Sheng Cheng Investment Co., Ltd. Representative: Frank Chen	Investment Management Division, Ruentex Group Juridical Person Mr. Yi Xunnuo Memorial Education Foundation Ruen Fu Newlife Corp. Ruentex Security Co., Ltd. Ruentex Engineering & Construction Co., Ltd. Ruentex Material Co., Ltd. Tanvex BioPharma, Inc. Tanvex BioPharma, Inc. Taimed Biologics Inc Mithra Biotechnology Inc. MASS SOLUTIONS TECHNOLOGY CO., LTD. Do-Intelligent Consulting Inc. Mithra Chemical Analysis Laboratory Inc. Amaran Biotechnology, Inc.	Vice General Manager and Special Assistant of Chairman Director Juridical Person Supervisor Representative Juridical Person Supervisor Representative Juridical Person Director Representative Juridical Person Director Representative Juridical Person Director Representative Juridical Person Director Representative Juridical Person Director Representative Juridical Person Director Representative Juridical Person Director Representative Juridical Person Director Representative

	Cotton Field Organic Co., Ltd.	Juridical Person Director Representative
	RenBio Holdings Ltd.	Juridical Person Director Representative
	RenBio Inc.	Juridical Person Director Representative
	Theragent, Inc.	Juridical Person Director Representative
	Delos Capital Holdings Limited	Director & GP copartner
	Gogoro Inc.	Juridical Person Director Representative
	BROGENT TECHNOLOGIES INC.	Juridical Person Director Representative
	MEGA GROWTH VENTURE CAPITAL CO., LTD.	Juridical Person Director Representative
	MIHO INTERNATIONAL COSMETIC CO., LTD.	Juridical Person Director Representative
	OBIGEN PHARMA, INC.	Juridical Person Director Representative (Chairman and CEO)
	AP BIOSCIENCES INC.	Juridical Person Director Representative (Chairman)
	Nan Shan Life Insurance Company, Ltd.	Juridical Person Director Representative
Howard Lee	Taho Pharmaceuticals Ltd. Transwell Biotech Co., Ltd. Sunko Ink Co., Ltd.	Chairman Chairman Independent Director, Audit Committee, Remuneration Committee
	Genovate Biotechnology Co., Ltd.	Independent Director, Audit Committee, Remuneration Committee
	Taimed Biologics Inc	Independent Director, Audit Committee, Remuneration Committee
	Easywell Biomedicals, Inc	Director
	Industrial Technology Investment Corporation	Director
	Amphastar Pharmaceuticals, Inc.	Director
	Capso Vision Inc.	Director
	Taiwan Bio Industry Organization	Director
	Taiwan Society For The Chest Care	Director
Mingchin Chen	Taiwan Stock Exchange(TWSE)	Director
	Ruentex Material Co., Ltd.	Independent Director, Audit Committee, Remuneration Committee
	Nan Shan Life Insurance Company, Ltd.	Independent Director
Chinting Chiu	Securities and Futures Investors Protection Center(STIPC)	Dispute Mediation Committee
	Taimed Biologics Inc	Independent Director
	RUENTEX INTERIOR DESIGN INC.	Independent Director

Resolution:

vi Extemporaneous Motions

vii Adjournment

Attachment 1

**2021
Business Report**

OBI Pharma, Inc.

2021 Business Report

The year of 2021 was not easy for everyone due to rampant epidemic and turbulent world situation; at this critical moment, in addition to continuing the advancement of the progress of product lines, we archived breakthroughs in 2021, including entry into new fields, introduction to new objects and cooperation with new partners; all such progress was a big step forward for OBI.

Firstly, after the emergence of Delta variant virus of COVID-19 last July, another wave of epidemics was set off in various countries, triggering unprecedented global severity rate and deaths. The intensive care units in various places were overloaded and the medical system almost collapsed; despite the marketing of several vaccines, the neutralizing capacity of antibodies declined sharply due to the great impact of Delta. As a result, the epidemic couldn't be effectively contained. OBI decided, at this moment, to invest in vaccine research and development, and established a project. Within half a year, the Company completed the development and demonstration via animal experience. The vaccine developed had a high-potency neutralizing antibody effect on not only Delta but also other variants such as Omicron.

Many people in the outside world once questioned: The new crown vaccine seems to have become the Red Sea market. Why did we choose to join at this time since the COVID-19 vaccine seemed to have become the Red Sea market? In fact, there is no other reason. For vaccine research and development, we have sufficient experience and technology, and also the advantage of world top class, exclusively developed, strong and effective adjuvants; it is the key to determining the effect of vaccines and can greatly improve the T cell immune response; more importantly, the next-generation COVID-19 vaccine, BCVax, developed by OBI has good stability, mature production technology, and low cold chain threshold, which is convenient for vaccine storage and transportation, and can make the vaccine popular everywhere. This is also the original intention of OBI to engage in BCVax development in order to narrow the regional gap of vaccine accessibility. The results of BCVax, in addition to proving the strength of OBI in vaccine development, also raise an expectation for the combination with external resources and strength of industry, government and academy and the development of a domestic vaccine that really represents the biotechnology strength of Taiwan given the threat that COVID-19 is not eliminated and even become flue-like and normalized.

OBI has recently authorized the introduction of TROP2 monoclonal antibody from Biosion and obtained the global exclusive rights of this product outside China Region. OBI will cooperate

with Biosion in the development of Anti-TROP2 ADC and other derivative drugs; it is believed that it will be the core of the new generation of products of OBI in the future; we will further improve and optimize to make up for the deficiencies of related existing products.

In addition, in February 2022, we signed a contract with subsidiary Odeon, authorizing the development rights of OBI-999 and OBI-833 in the markets of Chinese mainland, Hong Kong and Macao. Although this authorization case was approved only one year after the government's review, it is still a big step forward for us.

As a new drug development company with multiple technologies and targets, OBI continued to advance the progress of various product lines under development last year: For new breast cancer drug called Adagloxad Simolenin (OBI-822), although the case was once blocked due to the impact of the epidemic, we immediately opened experimental medical centers around the world according to the new plan. Currently, it has been carried out in 14 countries and regions in the world. Additionally, the main operating results of related R&D products in 2021 are reported as follows:

I. R&D progress of major products

A. Adagloxad Simolenin (OBI-822) Globo H active immunity vaccine

Adagloxad simolenin is a new active immune anti-cancer drug targeting the tumor surface sugar molecule Globo H. The global phase III clinical trial is designed as randomized, open, standard care control (randomized, open-label) with patients suffering from triple negative breast cancer (TNBC) of a high risk of recurrence after surgery as subjects. It was evaluated that this group of patients still has unmet medical needs; in this trial, immunohistochemistry (IHC) approved by the FDA of the United States was adopted to screen TNBC patients with certain Globo H expression on the tumor surface as subjects; cases were actively received in Taiwan, the United States, Australia, China and other countries; approval has also been successively acquired from countries including Mexico, Peru, Brazil, Spain and Poland this year in order to accelerate the expansion of case receipts for the trial.

B. OBI-888 Globo H passive immunity monoclonal antibody

OBI-888 is the first passive immunotherapy monoclonal antibody targeting the tumor carbohydrate antigen Globo H. The phase I clinical trial was already completed in nine medical

centers including the University of Texas MD Anderson Cancer Center and Taipei Veterans General Hospital. The progress of the trial would be subsequently evaluated. It is estimated that the case receipt of the clinical trial in stage 1 of phase II and preliminary evaluation of drug efficacy will be completed in the first half of this year. In this phase of the trial, patients with locally advanced or metastatic solid tumors were accepted as subjects, and the expression of tumor Globo H measured using immunohistochemistry (IHC) approved by FDA of the United States as the subject screening criteria.

OBI-888 has also been granted orphan drug status by the U.S. FDA for the treatment of pancreatic cancer.

C. OBI-999 Globo H Antibody Drug Conjugate (ADC)

This product is an antibody drug conjugate (ADC) based on OBI-888 monoclonal antibody. Antibodies can recognize cancer cells that are highly expressed by Globo H, and then release active small-molecule chemical drugs to prevent tumor cell division and kill tumor cells. This product has been granted with orphan drug designation by the FDA for the treatment of gastric and pancreatic cancers.

OBI-999 is currently undergoing phase II cohort expansion clinical trials at the University of Texas M.D. Anderson Cancer Center and Taipei Veterans General Hospital in Taiwan and other medical centers. In this stage of trial, patients with locally advanced or metastatic solid tumors were accepted as subjects, and the expression of tumor Globo H measured using immunohistochemistry (IHC) approved by FDA of the United States as the subject screening criteria.

D. OBI-3424 AKR1C3 small molecule chemotherapy prodrug

OBI-3424 is a precursor-type first-in-class small molecule new drug that selectively acts on a variety of cancers over-expressed by AKR1C3 aldosterone reductase; it was granted orphan drug designation approved by FDA of the United States for the treatment of hepatocellular carcinoma (HCC) and acute lymphoblastic leukemia (ALL) in July 2018 and September 2018 respectively. OBI will publish a paper at the annual online meeting of American Association for Cancer Research (AACR) in May 2022, describing the results of pre-clinical research and development of OBI-3424.

The phase I dose-escalation trial of this product has already been completed at the University of Texas MD Anderson Cancer Center and the Ohio State University James Cancer Hospital and Solove Research Institute. Currently, the phase II cohort expansion trial has been launched and actively implemented.

The phase I/II clinical trial sponsored by OBI and its partner, Southwest Oncology Group (SWOG), was approved by FDA of the United States in 2020 as phase I/II clinical trial for T-cell acute lymphoblastic leukemia (T-ALL) and T-cell Lymphoblastic lymphoma (T-LBL). Currently, the phase I dose-escalation trial and drug safety evaluation have been conducted at American Medical Sciences Center.

E. OBI-833 new generation Globo H active immunity vaccine

OBI-833 is a new active immune anti-cancer drug targeting the carbohydrate antigen Globo H. Globo H is linked to the carrier protein CRM197. After being injected into the human body, it triggers immune cells to produce antibodies against Globo H to treat cancer.

The phase I dose-escalation trial and phase II cohort expansion trial of non-small cell lung cancer of OBI-833 were completed, showing that this product has good safety and preliminary efficacy. The trial results were published at the annual meeting of European Society for Medical Oncology Asia (2020 ESMO Asia). In 2021, two follow-up phase II clinical trials were continuously planned: One targeted at non-small cell lung cancer and evaluated whether the combined use of OBI-833 and EGFR tyrosine kinase inhibitor could prolong patients “progression-free survival”; the other was investigator-initiated trial which targeted at esophageal cancer and evaluated whether the use of OBI-833 could postpone the postoperative recurrence in patients. The applications for these two trials were approved by the Ministry of Health and Welfare of Taiwan for execution in February 2022 and October 2021 respectively. It is expected that cases will be initially received since the second quarter of 2022.

F. OBI-866 SSEA-4 active immunity vaccine

OBI of Taiwan develops diversified innovative cancer immunotherapies, targeting Globo series; in addition to Globo H targeted products, OBI has also actively developed various anti-cancer innovative therapies targeting the highly expressed SSEA-4 carbohydrate antigen of tumor stem cells. This product is a new active immune anti-cancer drug with SSEA-4 as the target, and a

patent was approved by Taiwan in last November (2021); in the phase I clinical trial implemented in Taiwan, patients with advanced/metastatic solid cancers like brain cancer, pancreatic cancer, breast cancer or lung cancer were accepted as subjects, hoping to evaluate the safety, tolerability, immunogenicity and preliminary efficacy of this product.

G. OBI-858 New clostridium botulinum toxin

This product is a new type of botulinum toxin developed by the Company using new strains. Its preparation is intended for cosmetic and medical purposes. Based on the labor division in professional fields, OBI-858 has been successively developed by Obigen Pharma, Inc., an authorized subsidiary of OBI. Additionally, phase I clinical trial was completed at Tri-Service General Hospital and Kaohsiung Chang Gung Memorial Hospital in 2021. This trial report pointed out that the product was safe and tolerable. Currently, the design of phase II/III clinical trials has been planned.

II. Intellectual property protection

The safeguard of intellectual property is the value of biotechnology companies, in respond to global market competition, OBI reinforced the patent layout in 2021 and strengthened the protection of business secrets as well, achieving many substantial progresses; as at the end of 2021, 26 domestic and foreign trademark certificates had been obtained, owning 134 domestic and foreign patents in total. At the same time, we continue to bring in international high-level management personnel to join the management team and enrich our R&D capabilities in order to respond to the globalization of the market and competition.

III. Corporate governance

Environmental protection and social responsibility have become universal values nowadays, and companies that take from society are not exempted from them. Whether it is investors or the community, the evaluation of corporate investment is no longer limited to the financial performance in the past, but ESG, which means environmental, social and corporate governance, not only is an important indicator of company sustainability, but the government has also urged companies to implement ESG through legislation or evaluation.

In terms of corporate governance, we aim to protect the rights and interests of shareholders, strengthen the functions of the board of directors, respect the rights and interests of stakeholders, and enhance information transparency. In this regard, since there is a high professional threshold

in the biotechnology field, OBI Pharma, Inc. places great importance on openness and transparency of information. In addition to releasing important information about the company's progress or explaining it in press releases, OBI Pharma, Inc. also publicly announces and explains the progress of product development and related information to investors and the general public in the form of legal presentations or forums. In order to value the voice of investors, the company also has a dedicated person within the company to handle investor questions, answers and suggestions to promote positive interaction and build mutual trust with both investors.

In addition, in order to implement ESG requirements, OBI Pharma, Inc. revises the "Code of Corporate Governance Practices", "Code of Integrity Management" and "Operating Procedures and Conduct Guidelines for Integrity Management" in accordance with the latest laws and regulations of the competent authorities, and establishes the "Handling of Prosecution Cases". In addition, according to the internal control audit plan of legal risk indicators, OBI Pharma, Inc. check the status of implementation of laws and regulations in each department, and hold education and training on integrity management, GDPR, wisdom and finance policies, and business secrecy, etc. to strengthen employees' awareness of legal compliance and to improve and optimize the corporate governance system.

In dealing with stakeholders, the company emphasizes "integrity" as a core value and this as a management principle. The company pays attention to and evaluates the history of contract performance and corporate compliance practices of the counterparties, and selects the partners carefully.

Although the competent authorities do not currently classify biotechnology as a mandatory CSR report publication industry, OBI Pharma, Inc. has been compiling and publishing Taiwan Hodgson CSR reports since 2014 in accordance with the "CSR Report Preparation Practice for Listed Companies" and the "GRI Guidelines" proposed by the Global Sustainability Standards Board, not only to review the implementation of ESG and corporate governance aspects, but also to self-monitor the fulfillment of social responsibility. It is evaluated that the capital of the Company will surpass the threshold of NT\$ 2 billion since 2021, and it will be included as an object for CSR report publication in the future. In these three years, the Company will accelerate the work time by stages, and realize the goal of complete compliance of completion contents and publication time with the stipulated objectives.

Information security is a risk continuously faced by modern enterprises. In particular, business secrets, technical patents and layout of intellectual property rights owned by biotechnology industry are all their core values. All enterprises take the maintenance of information security as a major action to avoid risks. In order to strengthen risk management and improve information

security maintenance, OBI has already completed key system backup mechanism, and disaster backup and recovery practices; when facing the continuing and complicated network threats and attacks, in addition to the introduction of multiple factor verification and hard disk encryption technology, OBI increased managed detection and response services in 2021 so as to improve the capacity for resistance and handling of information security.

IV. Financial performance

New drug R&D industry is a technology-, talent- and capital-intensive industry. In addition to characteristics like high cost, high risk and high rate of return, new anticancer drugs are also highly uncertain; to this end, the financial planning and operation of the Company almost stick to a conservative guideline.

As for the financial status of the Company in 2021, the consolidated operating income reached NT\$ 18,772,000 and the consolidated R&D expenses reached NT\$ 1,449,598,000 which were mainly used for the expenditure of new drug R&D projects. There were products including OBI-822, OBI-888, OBI-999 and OBI-3424. Due to abundant product lines of the Company and given that most products are currently within the stages of clinical trials, the R&D expenses invested are accumulated as energies for future product marketing and profit growth.

Combined financial analysis in 2021 is as shown in the following table:

2021 Analysis item		Analysis on financial capacity and profitability in the last two years		
		2021	2020	+(-)
Financial structure (%)	Self-owned capital ratio	86.27	90.60	(4.78%)
	Long-term funds to fixed assets ratio	433.74	666.41	(34.91%)
Repaying capability (%)	Current ratio	872.23	1,567.40	(44.35%)
	Quick ratio	818.16	1,505.45	(45.65%)
Profitability (%)	Return on total assets	(34.90)	(25.14)	(38.82%)
	Return on total stockholders' equity	(39.45)	(27.69)	(42.47%)
	Net loss per share (NT\$)	(7.69)	(7.34)	(4.77%)

V. Concluding remarks

Despite the impact of the COVID-19 epidemic on the global economy and trade in recent years, the domestic biotechnology has still maintained a growing trend thanks to the continuous product development; Executive Yuan has also verified and approved multiple schemes for the promotion of the biotechnology industry and listed it as one of the six major strategic industry projects; the amendment to “Regulations Governing the Development of Biotechnology Industry” has already been completed, and the industry has been included in the key and innovative industry development directions like “Precision Medicine”, “Regenerative Medical Treatment”, and “Innovative Technology Platform” so as to further promote the development of biotechnology industry in Taiwan.

Technological innovation is the most important driving force for industrial growth. In recent years, OBI Pharma, Inc. has always focused on the development of first-in-class new anti-cancer drugs, and has continued to make progress and deepen the development of new anti-cancer drugs with the Globo polysaccharide series as the target. In recent years, OBI Pharma, Inc. has expanded its R&D direction from the Globo polysaccharide series to include emerging areas such as AKR1C3 enzymes and bi-specific antibodies, and has been studying the feasibility of future combined cancer drugs, successfully transforming itself into an innovative tumor immunotherapy development platform with multiple technologies and targets.

Under the background of change in the overall environment and international competition, OBI has continuously maintained rolling review and correction of its resources, product competitiveness and development strategies and conducted short-term, middle-term and long-term development planning; OBI spent only half a year independently researching and developing BCVax COVID-19 vaccine last year, and proved the super strong protective capacity against various COVID-19 virus strains in the pre-clinical trials, which not only showed the R&D strength of OBI but also made contributions to the balance of global anti-epidemic capacity and control of the epidemic; it is our original intention to practice social responsibilities in the biotechnology industry. Additionally, OBI has recently authorized the introduction of TROP2 monoclonal antibody from Biosion and actively adopted it as a new target spot to improve and optimize the insufficiency existing in the currently marketed products and develop new immunity drugs against cancers. Furthermore, the cooperation authorization project with Odeon has also been contracted so as to expand the development path of authorized products of OBI-833 and OBI-999 in Chinese market.

The Company will continuously maintain its maximum R&D energy, actively promote each products and complete clinical trials, dedicate to seeking for business opportunities for

international cooperation, and march forward the goal of becoming a transnational biotechnology new drug company with global competitiveness.

Chairman:

General Manager:

Accounting Officer:

Attachment 2

Audit Committee's Review Report

Audit Committee's Review Report

Board of Directors has prepared the 2021 business report, financial statements and deficit compensation table proposals of the Company, among them, the financial statements have been audited by PwC Taiwan, and audit report has been issued. Proposals regarding the above business report, financial statements and deficit compensation table have been audited by Audit Committee, and those proposals are appropriate, it is hereby proposed for supervision pursuant to relevant provisions of Securities Exchange Act and Company Act.

Sincerely submitted to
2022 General Meeting of the Company

OBI Pharma, Inc.

Convener of Audit Committee: Jerry Fong

Member of Audit Committee: Taychang Wang

Member of Audit Committee: Howard Lee

March 18, 2022

Attachment 3

**2021
Status of the Sound Operating Plan of the
Company**

OBI Pharma, Inc. and Subsidiaries

Status of the Sound Operating Plan of the Company

1. Handled according to “companies shall quarterly submit the implementation of sound business plans to the Board of Directors for control, and submit to Shareholders’ Meeting to report the execution effect, the execution situation shall be evaluated concretely and the opinions of underwriter shall be inquired” of the Jin-Guan-Zheng-Fa-Zi No. 1100378381 Letter issued by Financial Supervisory Commission on January 18, 2022.
2. Differences between the numbers in 2021 financial statement of the Company and the numbers declared in sound business plans are described as follows:

Unit: NT\$ Thousand

Item/Year	2021		
	Number declared in sound business plans	Number in financial statement	Difference
Operating revenue	19,400	18,772	(628)
Operating costs	39,306	44,362	5,056
Gross profit	(19,906)	(25,590)	(5,684)
Operating expenses			
Administrative expenses	260,645	240,826	(19,819)
R&D expenses	1,202,820	1,449,598	246,778
Total operating expenses	1,463,465	1,690,424	226,959
Operating loss	(1,483,371)	(1,716,014)	(232,643)
Non-operating income and expenses	(9,917)	(26,239)	(16,322)
Loss before tax	(1,493,288)	(1,742,253)	(248,965)
Income tax benefit	24,260	24,363	103
Loss for the year	(1,469,028)	(1,717,890)	(248,862)

(1) Operating revenue:

Include NT\$ 4,837,000 of material sales, NT\$ 5,186,000 of labor provision and NT\$ 8,749,000 of technology authorization.

(2) Operating costs:

It was mainly because that the sales cost of subsidiary Amaran Biotech was higher than the amount originally declared.

(3) Operating expenses:

R&D expenses mainly referred to the development and production service fees of entrusted cell strains of bispecific antibody of subsidiary AP Biosciences and clinical R&D related expenditure of OBI-858 clostridium botulinum of subsidiary Obigen Pharma, Inc., which were higher than the amount originally declared. As for administrative expenses, the labor cost was lower than the amount originally declared.

(4) Non-operating income and expenses:

The main foreign currency held by the Company is USD. Due to the fluctuation of USD exchange rate in 2021, the net exchange loss was higher than expected.

Generally speaking, the R&D period of new biotechnological drugs is long, and drug administration agencies of each country might amend drug administration laws and regulations and the bottleneck might be encountered in the course of research and development of drugs, all such reasons might make the actual development schedule is not as planned, hence the difference is caused by the change of estimation basis. The Company has established good R&D management, and will carry out professional talents recruitment, cross-department integration, and project management through hierarchical structure, together with phased checking point, the project team will jointly assess the plan progress and output achievement, so as to manage all kinds of variables during the management of research and development.

2021
Financial Statement and Accountant's Audit
Report

OBI PHARMA, INC. AND SUBSIDIARIES
CONSOLIDATED FINANCIAL STATEMENTS AND
INDEPENDENT AUDITORS' REPORT
DECEMBER 31, 2021 AND 2020

For the convenience of readers and for information purpose only, the auditors' report and the accompanying financial statements have been translated into English from the original Chinese version prepared and used in the Republic of China. In the event of any discrepancy between the English version and the original Chinese version or any differences in the interpretation of the two versions, the Chinese-language auditors' report and financial statements shall prevail.

INDEPENDENT AUDITORS' REPORT TRANSLATED FROM CHINESE

To the Board of Directors and Shareholders of OBI PHARMA, INC.

Opinion

We have audited the accompanying consolidated balance sheets of OBI PHARMA, INC. and its subsidiaries (the "Group") as at December 31, 2021 and 2020, and the related consolidated statements of comprehensive income, of changes in equity and of cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at December 31, 2021 and 2020, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations as endorsed by the Financial Supervisory Commission.

Basis for opinion

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and generally accepted auditing standards in the Republic of China. Our responsibilities under those standards are further described in the *Auditors' responsibilities for the audit of the consolidated financial statements* section of our report. We are independent of the Group in accordance with the Norm of Professional Ethics for Certified Public Accountant in the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Group's 2021 consolidated financial statements. These matters were addressed in the context of our audit of the consolidated financial statements as a whole and, in forming our opinion thereon, we do not provide a separate opinion on these matters.

Key audit matters for the Group's 2021 consolidated financial statements are stated as follows:

Key audit matter – Impairment assessment of intangible assets

Description

Refer to Note 4(17) for accounting policies on impairment assessment of non-financial assets, Note 5 for critical judgements adopted in accounting policies on impairment assessment of intangible assets, and Note 6(7) for account details of intangible assets.

As of December 31, 2021, the balance of the Group's intangible assets amounted to NT\$398,284 thousand. The intangible assets consist of related technologies acquired from other companies for new drug development as well as patents, patented technologies and goodwill arising from equity investments in AP Biosciences, Inc. Since the drug is still under development, no cash inflow can be generated. As of the balance sheet date, the Group determines whether the patents and patented technologies are impaired based on external and internal information. The Group would then consider to recognise an impairment loss by comparing the recoverable amount if there is an indication that they are impaired. The goodwill of AP Biosciences, Inc. was tested for impairment based on the goodwill impairment test report obtained from an external appraiser firm. Since the impairment assessment performed by the management involves management's subjective judgment and the key assumptions used in the impairment assessment have a significant impact on the value-in-use estimates, we considered the impairment assessment of intangible assets a key audit matter.

How our audit addressed the matter

We performed the following audit procedures on the above key audit matter:

1. Reviewed the information used by the Group management for impairment assessment of intangible assets (excluding goodwill) including plan and progress for each development project, etc., conducted discussion with management and director of research and development department regarding the information used for impairment assessment of intangible assets, and assessed whether:
 - (1) The features, marketing advantages and market tendency of the main products including research and development technology are still competitive.
 - (2) The progress of the major research and development plan has no significant delay.
 - (3) The total market value of the company is higher than the net assets as of the balance sheet date.

2. Performed the following procedures based on the obtained valuation report on goodwill impairment on the investments accounted for under equity method prepared by external experts:
 - (1) Assessed whether the valuation methods adopted are reasonable for the industry, environment and the valued assets of the Group;
 - (2) Evaluated the reasonableness of main assumptions used in estimating the value-in-use, including R&D timeline, R&D success rate, market share of products after the receipt of drug permit license and royalty rate.
 - (3) Examined model parameters and calculations.
 - (4) Compared the discount rate used and assumptions on the capital cost of cash-generating units.
 - (5) Verified whether the value-in-use exceeds the book value of equity in AP Biosciences, Inc.

Other matter – Parent company only financial reports

We have audited and expressed an unmodified opinion on the parent company only financial statements of OBI PHARMA, INC. as at and for the years ended December 31, 2021 and 2020.

Responsibilities of management and those charged with governance for the consolidated financial statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with the “Regulations Governing the Preparation of Financial Reports by Securities Issuers” and the International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations as endorsed by the Financial Supervisory Commission, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group’s ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those charged with governance, including audit committee, are responsible for overseeing the Group’s financial reporting process.

Auditors' responsibilities for the audit of the consolidated financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the generally accepted auditing standards in the Republic of China will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with the generally accepted auditing standards in the Republic of China, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

1. Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern.

5. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

David Teng

Liang, Hua-Ling

For and on behalf of PricewaterhouseCoopers, Taiwan

March 18, 2022

The accompanying consolidated financial statements are not intended to present the financial position and results of operations and cash flows in accordance with accounting principles generally accepted in countries and jurisdictions other than the Republic of China. The standards, procedures and practices in the Republic of China governing the audit of such financial statements may differ from those generally accepted in countries and jurisdictions other than the Republic of China. Accordingly, the accompanying consolidated financial statements and independent auditors' report are not intended for use by those who are not informed about the accounting principles or auditing standards generally accepted in the Republic of China, and their applications in practice.

As the financial statements are the responsibility of the management, PricewaterhouseCoopers cannot accept any liability for the use of, or reliance on, the English translation or for any errors or misunderstandings that may derive from the translation.

OBI PHARMA, INC. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
DECEMBER 31, 2021 AND 2020
(Expressed in thousands of New Taiwan dollars)

Assets		Notes	December 31, 2021		December 31, 2020	
			AMOUNT	%	AMOUNT	%
Current assets						
1100	Cash and cash equivalents	6(1)	\$ 2,512,186	56	\$ 3,338,302	63
1110	Financial assets at fair value through profit or loss - current	6(2)	1,767	-	383,531	7
1136	Financial assets at amortised cost - current	6(4)	140,000	3	-	-
1170	Accounts receivable, net		3,465	-	1,451	-
1200	Other receivables		19,804	1	17,567	-
130X	Inventories		9,562	-	7,358	-
1410	Prepayments		167,353	4	146,603	3
11XX	Total current assets		2,854,137	64	3,894,812	73
Non-current assets						
1517	Financial assets at fair value through other comprehensive income - non-current	6(3)	9,106	-	8,037	-
1600	Property, plant and equipment, net	6(5), 7 and 8	898,878	20	731,193	14
1755	Right-of-use assets	6(6)	250,141	5	187,027	3
1780	Intangible assets, net	6(7)	398,284	9	453,881	9
1900	Other non-current assets	8	76,205	2	64,900	1
15XX	Total non-current assets		1,632,614	36	1,445,038	27
1XXX	Total assets		\$ 4,486,751	100	\$ 5,339,850	100

(Continued)

OBI PHARMA, INC. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
DECEMBER 31, 2021 AND 2020
(Expressed in thousands of New Taiwan dollars)

Liabilities and Equity			December 31, 2021		December 31, 2020	
			AMOUNT	%	AMOUNT	%
Current liabilities						
2100	Current borrowings	6(8)	\$ -	-	\$ 9,468	-
2170	Accounts payable		525	-	157	-
2200	Other payables	6(10)	264,790	6	189,775	3
2220	Other payables to related parties		70	-	-	-
2230	Current income tax liabilities		336	-	1,112	-
2280	Current lease liabilities	7	52,070	1	37,078	1
2320	Long-term liabilities, current portion	6(9)	7,000	-	9,000	-
2399	Other current liabilities		2,433	-	1,898	-
21XX	Total current liabilities		327,224	7	248,488	4
Non-current liabilities						
2540	Long-term borrowings	6(9)	28,000	1	35,000	1
2570	Deferred income tax liabilities		54,762	1	63,196	1
2580	Non-current lease liabilities	7	205,962	5	155,407	3
25XX	Total non-current liabilities		288,724	7	253,603	5
2XXX	Total liabilities		615,948	14	502,091	9
Equity attributable to owners of parent						
	Share capital	6(13)				
3110	Common stock		1,992,794	44	1,992,794	37
	Capital surplus	6(12)(14)(24)				
3200	Capital surplus		3,702,222	82	3,684,782	69
	Accumulated deficit	6(15)				
3350	Accumulated deficit		(2,908,622)	(65)	(1,377,935)	(26)
3400	Other equity interest	6(3)	(24,528)	-	(16,788)	-
3500	Treasury shares	6(13)(24)	(45,990)	(1)	(53,831)	(1)
31XX	Equity attributable to owners of the parent		2,715,876	60	4,229,022	79
36XX	Non-controlling interest	4(3) and 6(24)	1,154,927	26	608,737	12
3XXX	Total equity		3,870,803	86	4,837,759	91
	Significant Contingent Liabilities and Unrecognised Contract Commitments	6(7), 7 and 9				
	Significant Events after the Balance Sheet Date	11				
3X2X	Total liabilities and equity		\$ 4,486,751	100	\$ 5,339,850	100

The accompanying notes are an integral part of these consolidated financial statements.

OBI PHARMA, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
YEARS ENDED DECEMBER 31, 2021 AND 2020

(Expressed in thousands of New Taiwan dollars, except for loss per share amounts)

		Year ended December 31				
			2021		2020	
Items	Notes		AMOUNT	%	AMOUNT	%
4000	Operating revenue	6(16)	\$ 18,772	1	\$ 140,886	9
5000	Operating costs		(44,362)	(2)	(6,469)	-
5900	Gross (loss) profit		(25,590)	(1)	134,417	9
	Operating expenses	6(5)(6)(7)(11)(12)(20)(21) and 7				
6200	Administrative expenses		(240,826)	(14)	(290,417)	(19)
6300	Research and development expenses		(1,449,598)	(83)	(1,309,881)	(88)
6000	Total operating expenses		(1,690,424)	(97)	(1,600,298)	(107)
6900	Operating loss		(1,716,014)	(98)	(1,465,881)	(98)
	Non-operating income and expenses					
7100	Interest income	6(17)	6,458	-	43,418	3
7010	Other income		8,846	-	8,348	-
7020	Other gains and losses	6(18)	(37,745)	(2)	(75,392)	(5)
7050	Finance costs	6(19) and 7	(3,798)	-	(4,184)	-
7000	Total non-operating income and expenses		(26,239)	(2)	(27,810)	(2)
7900	Loss before tax		(1,742,253)	(100)	(1,493,691)	(100)
7950	Income tax benefit	6(22)	24,363	1	3,794	-
8200	Loss for the year		(\$ 1,717,890)	(99)	(\$ 1,489,897)	(100)
	Other comprehensive (loss) income for the year, net					
	Components of other comprehensive income (loss) that will not be reclassified to profit or loss					
8316	Unrealised valuation gains and loss from equity investment instruments measured at fair value through other comprehensive income	6(3)	\$ 1,069	-	(\$ 281)	-
	Components of other comprehensive income (loss) that will be reclassified to profit or loss					
8361	Financial statements translation differences of foreign operations		(8,809)	-	5,885	1
8300	Other comprehensive (loss) income for the year, net		(\$ 7,740)	-	\$ 5,604	1
8500	Total comprehensive loss for the year		(\$ 1,725,630)	(99)	(\$ 1,484,293)	(99)
	Loss attributable to:					
8610	Owners of the parent		(\$ 1,530,687)	(88)	(\$ 1,377,935)	(92)
8615	Former owner of business combination under common control		-	-	(79,605)	(6)
8620	Non-controlling interest		(187,203)	(11)	(32,357)	(2)
	Total		(\$ 1,717,890)	(99)	(\$ 1,489,897)	(100)
	Comprehensive loss attributable to:					
8710	Owners of the parent		(\$ 1,538,427)	(88)	(\$ 1,372,331)	(92)
8715	Former owner of business combination under common control		-	-	(79,605)	(5)
8720	Non-controlling interest		(187,203)	(11)	(32,357)	(2)
	Total		(\$ 1,725,630)	(99)	(\$ 1,484,293)	(99)
	Loss per share (in dollars)	6(23)				
9750	Basic and diluted loss per share		(\$ 7.69)		(\$ 7.34)	

The accompanying notes are an integral part of these consolidated financial statements.

OBI PHARMA, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
YEARS ENDED DECEMBER 31, 2021 AND 2020
(Expressed in thousands of New Taiwan dollars)

Equity attributable to owners of the parent													
	Capital Reserves					Other Equity Interest							
		Share capital – common stock	Additional paid-in capital	Employee stock options	Others	Accumulated deficit	Financial statements translation differences of foreign operations	Unrealised gains (losses) from financial assets measured at fair value through other comprehensive income	Treasury shares	Total	Equity attributable to former owner of business combination under common control	Non-controlling interest	Total equity
	Notes												
Year ended December 31, 2020													
Balance at January 1, 2020		\$ 1,881,287	\$ 10,127,077	\$ 1,159,405	\$ 218,505	(\$ 8,259,036)	(\$ 3,529)	(\$ 18,863)	\$ -	\$ 5,104,846	\$ 452,434	\$ 364,976	\$ 5,922,256
Net loss for the year		-	-	-	-	(1,377,935)	-	-	-	(1,377,935)	(79,605)	(32,357)	(1,489,897)
Other comprehensive income (loss) for the year		-	-	-	-	-	5,885	(281)	-	5,604	-	-	5,604
Total comprehensive income (loss) for the year		-	-	-	-	(1,377,935)	5,885	(281)	-	(1,372,331)	(79,605)	(32,357)	(1,484,293)
Effect of reorganisation	6(14)(24)(25)	106,932	336,764	-	-	-	-	-	-	443,696	(372,829)	22,588	93,455
Capital surplus used to cover accumulated deficit	6(14)(15)	-	(8,259,036)	-	-	8,259,036	-	-	-	-	-	-	-
Share-based payment transactions	6(12)(14)(21)(24)	4,575	1,468	37,023	17,517	-	-	-	-	60,583	-	20,813	81,396
Changes in non-controlling interest - effect of subsidiary's issuance of common stock for cash		-	-	-	31,922	-	-	-	-	31,922	-	(31,922)	-
Disgorgement exercised	6(14)	-	-	-	14,137	-	-	-	-	14,137	-	-	14,137
Shares of the parent company held by subsidiaries treated as treasury shares		-	-	-	-	-	-	-	(53,831)	(53,831)	-	(26,511)	(80,342)
Subsidiary's capital increase and issuance of new shares		-	-	-	-	-	-	-	-	-	-	291,150	291,150
Balance at December 31, 2020		\$ 1,992,794	\$ 2,206,273	\$ 1,196,428	\$ 282,081	(\$ 1,377,935)	\$ 2,356	(\$ 19,144)	(\$ 53,831)	\$ 4,229,022	\$ -	\$ 608,737	\$ 4,837,759
Year ended December 31, 2021													
Balance at January 1, 2021		\$ 1,992,794	\$ 2,206,273	\$ 1,196,428	\$ 282,081	(\$ 1,377,935)	\$ 2,356	(\$ 19,144)	(\$ 53,831)	\$ 4,229,022	\$ -	\$ 608,737	\$ 4,837,759
Net loss for the year		-	-	-	-	(1,530,687)	-	-	-	(1,530,687)	-	(187,203)	(1,717,890)
Other comprehensive income (loss) for the year		-	-	-	-	-	(8,809)	1,069	-	(7,740)	-	-	(7,740)
Total comprehensive income (loss) for the year		-	-	-	-	(1,530,687)	(8,809)	1,069	-	(1,538,427)	-	(187,203)	(1,725,630)
Increase in non-controlling interests	6(24)	-	-	-	-	-	-	-	-	-	-	473,370	473,370
Share-based payment transactions	6(12)(14)(21)	-	-	33,993	16,077	-	-	-	-	50,070	-	934	51,004
Share-based payment transactions of subsidiaries	6(12)(14)(21)(24)	-	-	-	543	-	-	-	-	543	-	2,995	3,538
Expiration of share options	6(12)(14)	-	-	(137,527)	137,527	-	-	-	-	-	-	-	-
Expiration of share options issued by a subsidiary	6(12)(14)	-	-	-	1,253	-	-	-	-	1,253	-	(1,253)	-
Changes in non-controlling interest - effect of subsidiary's issuance of common stock for cash	6(24)	-	-	-	(35,272)	-	-	-	(2,403)	(37,675)	-	37,675	-
Disposal of the company's share by subsidiaries recognised as treasury share transactions		-	-	-	846	-	-	-	10,244	11,090	-	5,902	16,992
Subsidiary's capital increase and issuance of new shares	6(24)	-	-	-	-	-	-	-	-	-	-	213,770	213,770
Balance at December 31, 2021		\$ 1,992,794	\$ 2,206,273	\$ 1,092,894	\$ 403,055	(\$ 2,908,622)	(\$ 6,453)	(\$ 18,075)	(\$ 45,990)	\$ 2,715,876	\$ -	\$ 1,154,927	\$ 3,870,803

The accompanying notes are an integral part of these consolidated financial statements.

OBI PHARMA, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2021 AND 2020
(Expressed in thousands of New Taiwan dollars)

		Year ended December 31	
	Notes	2021	2020
CASH FLOWS FROM OPERATING ACTIVITIES			
Loss before tax		(\$ 1,742,253)	(\$ 1,493,691)
Adjustments			
Adjustments to reconcile profit (loss)			
Depreciation	6(5)(6)	156,820	166,964
Amortisation	6(7)	59,455	64,875
Interest expense	6(19)	3,798	4,184
Interest income	6(17)	(6,458)	(43,418)
Dividend income		(80)	(2,096)
Gains on financial assets at fair value through profit or loss	6(2)	(373)	(53,996)
Loss on disposal of property, plant and equipment	6(18)	15,081	-
Compensation cost for share-based payment transactions	6(12)	54,017	76,821
Prepaid equipment transferred to expense		-	229
Changes in operating assets and liabilities			
Changes in operating assets			
Financial assets at fair value through profit or loss	6(2)	382,137	(328,141)
Accounts receivable, net		(2,014)	71
Inventories		(2,204)	(3,158)
Other receivables		(3,144)	(1,000)
Prepayments		(20,750)	(27,178)
Changes in operating liabilities			
Notes payable		-	(193)
Accounts payable		368	(20)
Contract liabilities		-	(77,640)
Other payables		21,716	49,127
Other payables to related parties		70	-
Other current liabilities		535	(10)
Cash outflow generated from operations		(1,083,279)	(1,668,270)
Interest received		7,365	65,302
Dividends received		80	2,096
Interest paid		(3,798)	(4,184)
Income tax received (paid)		15,153	(4,385)
Net cash flows used in operating activities		(1,064,479)	(1,609,441)
CASH FLOWS FROM INVESTING ACTIVITIES			
Acquisition of financial assets at amortised cost	6(4)	(140,000)	-
Acquisition of property, plant and equipment	6(26)	(219,891)	(167,160)
Acquisition of intangible assets	6(7)	(3,858)	(2,964)
Increase in prepayments for business facilities		(21,434)	(15,521)
Increase in refundable deposits		(4,790)	(10,258)
Cash acquired from acquisition of subsidiaries		472,651	-
Net cash flows from (used in) investing activities		82,678	(195,903)
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from exercise of employee stock options	6(12)	-	4,575
Proceeds from exercise of employee stock options by subsidiaries	6(12)(24)	525	-
Repayment of lease principal	6(6)(27)	(49,071)	(45,598)
(Decrease) increase in short-term borrowings	6(8)(27)	(9,468)	9,468
Repayment of long-term debt	6(9)(27)	(9,000)	(9,000)
Increase in capital and issuance of new shares by the subsidiary		213,770	291,150
Disposal of the shares of parent company held by the subsidiary	6(24)	16,992	18,360
Disorgement exercised	6(14)	-	14,137
Net cash flows from financing activities		163,748	283,092
Effect due to changes in exchange rate		(8,063)	539
Net decrease in cash and cash equivalents		(826,116)	(1,521,713)
Cash and cash equivalents at beginning of year		3,338,302	4,860,015
Cash and cash equivalents at end of year		<u>\$ 2,512,186</u>	<u>\$ 3,338,302</u>

The accompanying notes are an integral part of these consolidated financial statements.

OBI PHARMA, INC.
PARENT COMPANY ONLY FINANCIAL
STATEMENTS AND INDEPENDENT AUDITORS’
REPORT
DECEMBER 31, 2021 AND 2020

For the convenience of readers and for information purpose only, the auditors’ report and the accompanying financial statements have been translated into English from the original Chinese version prepared and used in the Republic of China. In the event of any discrepancy between the English version and the original Chinese version or any differences in the interpretation of the two versions, the Chinese-language auditors’ report and financial statements shall prevail.

INDEPENDENT AUDITORS' REPORT TRANSLATED FROM CHINESE

To the Board of Directors and Shareholders of OBI PHARMA, INC.

Opinion

We have audited the accompanying parent company only balance sheets of OBI PHARMA, INC. (the "Company") as at December 31, 2021 and 2020, and the related parent company only statements of comprehensive income, of changes in equity and of cash flows for the years then ended, and notes to the parent company only financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying parent company only financial statements present fairly, in all material respects, the financial position of the Company as at December 31, 2021 and 2020, and its financial performance and its cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

Basis for opinion

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and generally accepted auditing standards in the Republic of China. Our responsibilities under those standards are further described in the *Auditors' Responsibilities for the Audit of the Parent Company Only Financial Statements* section of our report. We are independent of the Company in accordance with the Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Company's 2021 parent company only financial statements. These matters were addressed in the context of our audit of the parent company only financial statements as a whole and, in forming our opinion thereon, we do not provide a separate opinion on these matters.

Key audit matters for the Company's 2021 parent company only financial statements are stated as follows:

Key audit matter – Impairment assessment of intangible assets and investments accounted for using equity method

Description

Refer to Note 4(15) for accounting policies on impairment assessment of non-financial assets, Note 5 for critical judgements adopted in accounting policies on impairment assessment of intangible assets, and Note 6(7) in the parent company only financial statements and Note 6(7) in the consolidated financial statements for account details of intangible assets.

As of December 31, 2021, the balance of the Company's intangible assets amounted to NT\$55,806 thousand, which consists of related technologies acquired from other companies for new drug development. The balance of patents, patented technologies and goodwill arising from equity investments in AP Biosciences, Inc. amounted to NT\$213,466 thousand (shown as investments accounted for using equity method). Since the drug is still under development, no stable cash inflow can be generated. As of the balance sheet date, the Company assesses whether there is any indication that the patents and patented technologies are impaired based on external and internal information. The Company would then consider to recognise an impairment loss by comparing the recoverable amount if there is an indication that they are impaired. The goodwill of AP Biosciences, Inc. was tested for impairment based on the goodwill impairment test report obtained from an external appraiser firm. Since the impairment assessment performed by the management involves management's subjective judgment and the key assumptions used in the impairment assessment have a significant impact on the value-in-use estimates, we considered the impairment assessment of intangible assets and investments accounted for using equity method a key audit matter.

How our audit addressed the matter

We performed the following audit procedures on the above key audit matter:

1. Reviewed the information used by the Company management for impairment assessment of intangible assets including plan and progress for each development project, etc., conducted discussion with management and director of research and development department regarding the information used for impairment assessment of intangible assets, and assessed whether:
 - (6) The features, marketing advantages and market tendency of the main products including research and development technology are still competitive.
 - (7) The progress of the major research and development plan has no significant delay.
 - (8) The total market value of the Company is higher than the net assets as of the balance sheet

date.

2. Performed the following procedures based on the obtained valuation report on goodwill impairment on the reinvestments accounted for under equity method prepared by external experts:
 - (1) Assessed whether the valuation methods adopted are reasonable for the industry, environment and the valued assets of the Company;
 - (2) Evaluated the reasonableness of main assumptions used in estimating the value-in-use, including R&D timeline, R&D success rate, market share of products after the receipt of drug permit license and royalty rate.
 - (3) Examined model parameters and calculations.
 - (4) Compared the discount rate used and assumptions on the capital cost of cash-generating units.
 - (5) Verified whether the value-in-use exceeds the book value of equity in AP Biosciences, Inc.

Responsibilities of management and those charged with governance for the parent company only financial statements

Management is responsible for the preparation and fair presentation of the parent company only financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers, and for such internal control as management determines is necessary to enable the preparation of parent company only financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the parent company only financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance, including the audit committee, are responsible for overseeing the Company's financial reporting process.

Auditors' responsibilities for the audit of the parent company only financial statements

Our objectives are to obtain reasonable assurance about whether the parent company only financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the generally accepted auditing standards in

the Republic of China will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these parent company only financial statements.

As part of an audit in accordance with the generally accepted auditing standards in the Republic of China, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

1. Identify and assess the risks of material misstatement of the parent company only financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the parent company only financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the parent company only financial statements, including the disclosures, and whether the parent company only financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the parent company only financial statements. We are responsible for the direction, supervision and performance of the audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the parent company only financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

David Teng

Eileen Liang

For and on behalf of PricewaterhouseCoopers, Taiwan

March 18, 2022

The accompanying parent company only financial statements are not intended to present the financial position and results of operations and cash flows in accordance with accounting principles generally accepted in countries and jurisdictions other than the Republic of China. The standards, procedures and practices in the Republic of China governing the audit of such financial statements may differ from those generally accepted in countries and jurisdictions other than the Republic of China. Accordingly, the accompanying parent company only financial statements and independent auditors' report are not intended for use by those who are not informed about the accounting principles or auditing standards generally accepted in the Republic of China, and their applications in practice.

As the financial statements are the responsibility of the management, PricewaterhouseCoopers cannot accept any liability for the use of, or reliance on, the English translation or for any errors or misunderstandings that may derive from the translation.

OBI PHARMA, INC.
PARENT COMPANY ONLY BALANCE SHEETS
DECEMBER 31, 2021 AND 2020
(Expressed in thousands of New Taiwan dollars)

Assets		Notes	December 31, 2021		December 31, 2020	
			AMOUNT	%	AMOUNT	%
Current assets						
1100	Cash and cash equivalents	6(1)	\$ 1,345,684	45	\$ 2,454,956	54
1110	Financial assets at fair value through profit or loss - current	6(2)	-	-	382,159	9
1170	Accounts receivable, net		1,741	-	1,451	-
1200	Other receivables		18,429	1	14,879	-
1210	Other receivables due from related parties		170	-	1,795	-
1410	Prepayments		96,361	3	131,120	3
11XX	Total current Assets		1,462,385	49	2,986,360	66
Non-current assets						
1517	Financial assets at fair value through other comprehensive income - non-current	6(3)	9,106	-	8,037	-
1550	Investments accounted for under equity method	6(4) and 7	1,214,914	40	1,156,711	25
1600	Property, plant and equipment	6(5), 7 and 8	145,668	5	211,646	5
1755	Right-of-use assets	6(6)	87,065	3	80,130	2
1780	Intangible assets	6(7)	55,806	2	69,010	1
1900	Other non-current assets	8	31,813	1	36,368	1
15XX	Total non-current assets		1,544,372	51	1,561,902	34
1XXX	Total assets		\$ 3,006,757	100	\$ 4,548,262	100

(Continued)

OBI PHARMA, INC.
PARENT COMPANY ONLY BALANCE SHEETS
DECEMBER 31, 2021 AND 2020
(Expressed in thousands of New Taiwan dollars)

Liabilities and Equity			Notes		December 31, 2021		December 31, 2020	
					AMOUNT	%	AMOUNT	%
Current liabilities								
2200	Other payables	6(9)	\$	147,614	5	\$	144,299	3
2220	Other payables to related parties	7		13,232	1		44,157	1
2280	Current lease liabilities	7		35,843	1		29,108	1
2320	Long-term liabilities, current portion	6(8)		7,000	-		9,000	-
2399	Other current liabilities			1,571	-		1,397	-
21XX	Total current liabilities			205,260	7		227,961	5
Non-current liabilities								
2540	Long-term borrowings	6(8)		28,000	1		35,000	1
2580	Non-current lease liabilities	7		57,621	2		56,279	1
25XX	Total non-current liabilities			85,621	3		91,279	2
2XXX	Total liabilities			290,881	10		319,240	7
Equity								
	Share capital	6(12)						
3110	Common stock			1,992,794	66		1,992,794	44
	Capital Surplus	6(11)(13)						
3200	Capital surplus			3,702,222	123		3,684,782	80
	Accumulated deficit	6(14)						
3350	Accumulated deficit		(	2,908,622)	(97)	(	1,377,935)	(30)
	Other equity interest	6(3)						
3400	Other equity interest		(	24,528)	(1)	(	16,788)	-
3500	Treasury stocks	6(12)	(	45,990)	(1)	(	53,831)	(1)
3XXX	Total equity			2,715,876	90		4,229,022	93
	Significant Contingent Liabilities and	6(7) and 9						
	Unrecognised Contract Commitments							
	Significant Events after the Balance	11						
	Sheet Date							
3X2X	Total liabilities and equity		\$	3,006,757	100	\$	4,548,262	100

The accompanying notes are an integral part of these parent company only financial statements.

OBI PHARMA, INC.
PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME
YEARS ENDED DECEMBER 31, 2021 AND 2020
(Expressed in thousands of New Taiwan dollars, except for loss per share amounts)

		Year ended December 31			
Items	Notes	2021		2020	
		AMOUNT	%	AMOUNT	%
4000 Operating revenue	6(16) and 7	\$ 826,462	54	\$ 1,489	-
5000 Operating costs		-	-	-	-
5900 Gross profit		826,462	54	1,489	-
5910 Unrealised loss from sales	6(4)	(789,666)	(51)	-	-
5950 Net operating margin		36,796	3	1,489	-
Operating expenses	6(5)(6)(7)(10)(11)(20)(21) and 7				
6200 Administrative expenses		(123,068)	(8)	(151,737)	(11)
6300 Research and development expenses		(1,082,106)	(71)	(1,069,086)	(73)
6000 Total operating expenses		(1,205,174)	(79)	(1,220,823)	(84)
6900 Operating loss		(1,168,378)	(76)	(1,219,334)	(84)
Non-operating income and expenses					
7100 Interest income	6(17)	4,625	-	42,125	3
7010 Other income	7	18,552	1	5,956	-
7020 Other gains and losses	6(18)	(12,233)	(1)	(71,391)	(5)
7050 Finance costs	6(19)	(1,783)	-	(2,390)	-
7070 Share of loss of associates and joint ventures accounted for using equity method, net	6(4)	(371,470)	(24)	(212,506)	(14)
7000 Total non-operating income and expenses		(362,309)	(24)	(238,206)	(16)
7900 Loss before tax		(1,530,687)	(100)	(1,457,540)	(100)
7950 Income tax expense	6(22)	-	-	-	-
8200 Loss for the year		(\$ 1,530,687)	(100)	(\$ 1,457,540)	(100)
Other comprehensive income					
Components of other comprehensive income that will not be reclassified to profit or loss					
8316 Unrealised valuation gains and loss from equity investment instruments measured at fair value through other comprehensive income	6(3)	\$ 1,069	-	(\$ 281)	-
Components of other comprehensive income that will be reclassified to profit or loss					
8361 Financial statements translation differences of foreign operations		(8,809)	(1)	5,885	-
8300 Other comprehensive loss (income) for the year, net		(\$ 7,740)	(1)	\$ 5,604	-
8500 Total comprehensive loss for the year		(\$ 1,538,427)	(101)	(\$ 1,451,936)	(100)
Loss attributable to:					
Owners of the parent		(\$ 1,530,687)	(100)	(\$ 1,377,935)	(95)
Former owner of business combination under common control		-	-	(\$ 79,605)	(5)
Total		(\$ 1,530,687)	(100)	(\$ 1,457,540)	(100)
Comprehensive loss attributable to:					
Owners of the parent		(\$ 1,538,427)	(100)	(\$ 1,372,331)	(95)
Former owner of business combination under common control		-	-	(\$ 79,605)	(5)
Total		(\$ 1,538,427)	(100)	(\$ 1,451,936)	(100)
Loss per share					
6(23)					
9750 Basic loss per share		(\$ 7.69)		(\$ 7.34)	

The accompanying notes are an integral part of these parent company only financial statements.

OBI PHARMA, INC.
PARENT COMPANY ONLY STATEMENTS OF CHANGES IN EQUITY
YEARS ENDED DECEMBER 31, 2021 AND 2020
(Expressed in thousands of New Taiwan dollars)

		Capital Reserves					Other Equity Interest				
							Financial statements translation differences of foreign operations	Unrealised gains (losses) from financial assets measured at fair value through other comprehensive income	Treasury stocks	Equity attributable to former owner of business combination under common control	Total equity
	Notes	Share capital – common stock	Additional paid-in capital	Employee stock warrants	Others	Accumulated deficit					
<u>Year ended December 31, 2020</u>											
Balance at January 1, 2020		\$ 1,881,287	\$ 10,127,077	\$ 1,159,405	\$ 218,505	(\$ 8,259,036)	(\$ 3,529)	(\$ 18,863)	\$ -	\$ 452,434	\$ 5,557,280
Net loss for the year		-	-	-	-	(1,377,935)	-	-	-	(79,605)	(1,457,540)
Other comprehensive income (loss) for the year		-	-	-	-	-	5,885	(281)	-	-	5,604
Total comprehensive income		-	-	-	-	(1,377,935)	5,885	(281)	-	(79,605)	(1,451,936)
Effect of reorganisation	6(4)	106,932	336,764	-	-	-	-	-	-	(372,829)	70,867
Capital surplus used to cover accumulated deficit	6(13)(14)	-	(8,259,036)	-	-	8,259,036	-	-	-	-	-
Share-based payment transations	6(11)(12)(13)(21)	4,575	1,468	37,023	17,517	-	-	-	-	-	60,583
Changes in non-controlling interest - effect of subsidiary's issuance of common stock for cash (Note)	6(13)	-	-	-	31,922	-	-	-	-	-	31,922
Disgorgement exercise	6(13)	-	-	-	14,137	-	-	-	-	-	14,137
Shares of the parent company held by subsidiaries treated as treasury shares	6(4)	-	-	-	-	-	-	-	(53,831)	-	(53,831)
Balance at December 31, 2020		<u>\$ 1,992,794</u>	<u>\$ 2,206,273</u>	<u>\$ 1,196,428</u>	<u>\$ 282,081</u>	<u>(\$ 1,377,935)</u>	<u>\$ 2,356</u>	<u>(\$ 19,144)</u>	<u>(\$ 53,831)</u>	<u>\$ -</u>	<u>\$ 4,229,022</u>
<u>Year ended December 31, 2021</u>											
Balance at January 1, 2021		\$ 1,992,794	\$ 2,206,273	\$ 1,196,428	\$ 282,081	(\$ 1,377,935)	\$ 2,356	(\$ 19,144)	(\$ 53,831)	\$ -	\$ 4,229,022
Net loss for the year		-	-	-	-	(1,530,687)	-	-	-	-	(1,530,687)
Other comprehensive income (loss) for the year		-	-	-	-	-	(8,809)	1,069	-	-	(7,740)
Total comprehensive income (loss) for the year		-	-	-	-	(1,530,687)	(8,809)	1,069	-	-	(1,538,427)
Share-based payment transactions	6(11)(13)(21)	-	-	33,993	16,077	-	-	-	-	-	50,070
Share-based payment transactions of subsidiaries	6(13)	-	-	-	543	-	-	-	-	-	543
Expiration of share options	6(11)(13)	-	-	(137,527)	137,527	-	-	-	-	-	-
Forfeiture of share options issued by a subsidiary	6(13)	-	-	-	1,253	-	-	-	-	-	1,253
Changes in non-controlling interest - effect of subsidiary's issuance of common stock for cash (Note)	6(4)(13)	-	-	-	(35,272)	-	-	-	(2,403)	-	(37,675)
Disposal of the company's share by subsidiaries recognised as treasury share transactions	6(13)	-	-	-	846	-	-	-	10,244	-	11,090
Balance at December 31, 2021		<u>\$ 1,992,794</u>	<u>\$ 2,206,273</u>	<u>\$ 1,092,894</u>	<u>\$ 403,055</u>	<u>(\$ 2,908,622)</u>	<u>(\$ 6,453)</u>	<u>(\$ 18,075)</u>	<u>(\$ 45,990)</u>	<u>\$ -</u>	<u>\$ 2,715,876</u>

Note: It refers to effect of not acquiring shares issued by subsidiaries in proportion to its interest.

The accompanying notes are an integral part of these parent company only financial statements.

OBI PHARMA, INC.
PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2021 AND 2020
(Expressed in thousands of New Taiwan dollars)

	Notes	Year ended December 31	
		2021	2020
CASH FLOWS FROM OPERATING ACTIVITIES			
Loss before tax		(\$ 1,530,687)	(\$ 1,457,540)
Adjustments			
Adjustments to reconcile profit (loss)			
Depreciation	6(5)(6)(20)	66,430	105,238
Amortisation	6(7)(20)	15,495	20,774
Interest expense	6(19)	1,783	2,390
Interest income	6(17)	(4,625)	(42,125)
Dividend income		(80)	(2,096)
Gains on disposals of property, plant and equipment	6(18)	(8,870)	-
Gains on financial assets at fair value through profit or loss	6(2)	-	(11,552)
Compensation cost for share-based payment	6(11)	34,027	38,491
Share of profit of subsidiaries, associates and joint ventures accounted for under equity method	6(4)	371,470	212,506
Prepaid equipment transferred to expenses		-	229
Authorised acquisition of subsidiaries equity interest in non-cash payment	6(4)	789,666	-
Unrealised gain on intercompany transactions	6(24)	(870,154)	-
Changes in operating assets and liabilities			
Changes in operating assets			
Financial assets at fair value through profit or loss		382,159	(370,607)
Accounts receivable, net		(290)	(597)
Other receivables		(4,504)	(214)
Other receivables due from related parties		1,625	(1,795)
Prepayments		34,759	(16,670)
Changes in operating liabilities			
Other payables		3,151	34,545
Other payables-related parties		(30,925)	9,534
Other current liabilities		174	180
Cash outflow generated from operations		(749,396)	(1,479,309)
Interest received		5,579	64,864
Dividends received		80	2,096
Income tax paid		(1,783)	(2,390)
Net cash flows used in operating activities		(745,520)	(1,414,739)
CASH FLOWS FROM INVESTING ACTIVITIES			
Acquisition of investments accounted for under equity method	6(4)(24)	(300,301)	(508,537)
Acquisition of property, plant and equipment	6(24)	(17,774)	(15,504)
Gain on disposal of property, plant and equipment		370	-
Acquisition of intangible assets	6(7)	(2,291)	(1,817)
Decrease (increase) in other non-current assets		1,391	(3,203)
Decrease in refundable deposits		627	1,380
Net cash flows used in investing activities		(317,978)	(527,681)
CASH FLOWS FROM FINANCING ACTIVITIES			
Repayment of long-term debt	6(8)(25)	(9,000)	(9,000)
Proceeds from exercise of employee stock options	6(11)	-	4,575
Repayment of lease principal	6(6)(25)	(36,774)	(36,965)
Disorgement exercised	6(13)	-	14,137
Net cash flows used in financing activities		(45,774)	(27,253)
Net decrease in cash and cash equivalents		(1,109,272)	(1,969,673)
Cash and cash equivalents at beginning of year		2,454,956	4,424,629
Cash and cash equivalents at end of year		<u>\$ 1,345,684</u>	<u>\$ 2,454,956</u>

The accompanying notes are an integral part of these consolidated financial statements.

Attachment 5

**Amendments of the
“Articles of Incorporation”**

OBI Pharma, Inc.
Amendments of the “Articles of Incorporation”

Article	Amended article	Existing article	Basis of and reason for amendment
Article 10	<p>Shareholders’ Meeting of the Company is classified into the following two types:</p> <p>I. Regular Shareholders’ Meeting is convened at least once a year, and it will be legally convened by the Board of Directors within six months after end of each accounting year.</p> <p>II. Special Shareholders’ Meeting may be convened as necessary according to relevant laws and regulations.</p> <p>Shareholders’ Meeting adopts electronic voting as one of channels for the shareholders of the Company to exercise their voting rights. The relevant work shall be handled according to the provisions of the competent authority.</p> <p><u>A Shareholder’s Meeting of the Company may be convened in form of virtual meeting or another form announced by the central competent authority. If a virtual meeting is adopted, shareholders who attend the meeting online are deemed as attending the meeting in person.</u></p>	<p>Shareholders’ Meeting of the Company is classified into the following two types:</p> <p>I. Regular Shareholders’ Meeting is convened at least once a year, and it will be legally convened by the Board of Directors within six months after end of each accounting year.</p> <p>II. Special Shareholders’ Meeting may be convened as necessary according to relevant laws and regulations.</p> <p>Shareholders’ Meeting adopts electronic voting as one of channels for the shareholders of the Company to exercise their voting rights. The relevant work shall be handled according to the provisions of the competent authority.</p>	<p>It is planned to add relevant provisions according to Article 172-2 of the Company Act in order to enhance the flexibility for the convening of Shareholders’ Meeting and coordinate the competent authority to promote the policy of virtual meeting.</p>
Article 29	<p>(Omitted above)</p> <p>The eleventh amendment was made on June 27, 2019.</p> <p><u>The twelfth amendment will be made on June 27, 2022.</u></p>	<p>(Omitted above)</p> <p>The eleventh amendment was made on June 27, 2019.</p>	<p>Date of amendment is added.</p>

Attachment 6

**Amendments of the “Procedures for Asset
Acquisition & Disposal ”**

OBI Pharma, Inc.
Amendments of the “Procedures for Acquisition or Disposal of Assets”

Article	Amended article	Existing article	Basis of and reason for amendment
Article 6	<p>Restrictions on Related Parties Professional appraisers and their officers, certified public accounts, attorneys, and securities underwriters that provide the Company with appraisal reports, certified public accountant’s opinions, attorney’s opinions, or underwriter’s opinions shall meet the following requirements:</p> <p>1. May not have previously received a final and unappealable sentence to imprisonment for 1 year or longer for a violation of the Act, the Company Act, the Banking Act of The Republic of China, the Insurance Act, the Financial Holding Company Act, or the Business Entity Accounting Act, or for fraud, breach of trust, embezzlement, forgery of documents, or occupational crime. However, this provision does not apply if 3 years have already passed since completion of service of the sentence, since expiration of the period of a suspended sentence, or since a pardon was received.</p> <p>2. May not be a related party or de facto related party of any party to the transaction.</p> <p>3. If the Company is required to obtain appraisal reports from two or more professional appraisers, the different professional appraisers or appraisal officers may not be related parties or de facto related parties of each other.</p> <p>When issuing an appraisal report or opinion, the personnel referred to in the preceding paragraph shall comply with the following <u>in accordance with the self-discipline norms of their respective guilds</u>:</p> <p>1. Prior to accepting a case, they shall prudently assess their own professional capabilities, practical experience, and independence.</p> <p>2. When <u>executing</u> a case, they shall appropriately plan and execute</p>	<p>Restrictions on Related Parties Professional appraisers and their officers, certified public accounts, attorneys, and securities underwriters that provide the Company with appraisal reports, certified public accountant’s opinions, attorney’s opinions, or underwriter’s opinions shall meet the following requirements:</p> <p>1. May not have previously received a final and unappealable sentence to imprisonment for 1 year or longer for a violation of the Act, the Company Act, the Banking Act of The Republic of China, the Insurance Act, the Financial Holding Company Act, or the Business Entity Accounting Act, or for fraud, breach of trust, embezzlement, forgery of documents, or occupational crime. However, this provision does not apply if 3 years have already passed since completion of service of the sentence, since expiration of the period of a suspended sentence, or since a pardon was received.</p> <p>2. May not be a related party or de facto related party of any party to the transaction.</p> <p>3. If the Company is required to obtain appraisal reports from two or more professional appraisers, the different professional appraisers or appraisal officers may not be related parties or de facto related parties of each other.</p> <p>When issuing an appraisal report or opinion, the personnel referred to in the preceding paragraph shall comply with the following in accordance with the self-discipline norms of their respective guilds:</p> <p>1. Prior to accepting a case, they shall prudently assess their own professional capabilities, practical experience, and independence.</p> <p>2. When executing a case, they shall appropriately plan and execute adequate</p>	Coordinate with the amendments to the provisions of “Regulations Governing the Acquisition and Disposal of Assets by Public Companies”.

Article	Amended article	Existing article	Basis of and reason for amendment
	<p>adequate working procedures, in order to produce a conclusion and use the conclusion as the basis for issuing the report or opinion. The related working procedures, data collected, and conclusion shall be fully and accurately specified in the case working papers.</p> <p>3. They shall undertake an item-by-item evaluation of the <u>appropriateness</u> and reasonableness of the sources of data used, the parameters, and the information, as the basis for issuance of the appraisal report or the opinion.</p> <p>4. They shall issue a statement attesting to the professional competence and independence of the personnel who prepared the report or opinion, and that they have evaluated and found that the information used is <u>appropriate and</u> reasonable, and that they have complied with applicable laws and regulations.</p>	<p>working procedures, in order to produce a conclusion and use the conclusion as the basis for issuing the report or opinion. The related working procedures, data collected, and conclusion shall be fully and accurately specified in the case working papers.</p> <p>3. They shall undertake an item-by-item evaluation of the <u>appropriateness and reasonableness of the sources of data used, the parameters</u>, and the information, as the basis for issuance of the appraisal report or the opinion.</p> <p>4. They shall issue a statement attesting to the professional competence and independence of the personnel who prepared the report or opinion, and that they have evaluated and found that the information used is reasonable <u>and accurate</u>, and that they have complied with applicable laws and regulations.</p>	
Article 7	<p>Procedures for Acquisition or Disposal of Real Property or Other Fixed Assets Paragraphs I-III (Omitted)</p> <p>IV. Appraisal Report of Real Property or Equipment</p> <p>In acquiring or disposing of real property, equipment, or right-of-use assets thereof where the transaction amount reaches 20 percent of the Company's paid-in capital or NT\$300 million or more, the Company, unless transacting with a domestic government agency, engaging others to build on its own land, engaging others to build on rented land, or acquiring or disposing of equipment or right-of-use assets thereof held for business use, shall obtain an appraisal report prior to the date of occurrence of the event from a professional appraiser (matters that shall be recorded in this report are detailed in Appendix 1) and shall further comply with the following provisions:</p> <p>(1) Where due to special circumstances it is necessary to give a limited price, specified price, or special price as a reference basis for the transaction price, the</p>	<p>Procedures for Acquisition or Disposal of Real Property or Other Fixed Assets Paragraphs I-III (Omitted)</p> <p>IV. Appraisal Report of Real Property or Equipment</p> <p>In acquiring or disposing of real property, equipment, or right-of-use assets thereof where the transaction amount reaches 20 percent of the Company's paid-in capital or NT\$300 million or more, the Company, unless transacting with a domestic government agency, engaging others to build on its own land, engaging others to build on rented land, or acquiring or disposing of equipment or right-of-use assets thereof held for business use, shall obtain an appraisal report prior to the date of occurrence of the event from a professional appraiser (matters that shall be recorded in this report are detailed in Appendix 1) and shall further comply with the following provisions:</p> <p>(1) Where due to special circumstances it is necessary to give a limited price, specified price, or special price as a reference basis for the transaction price, the transaction</p>	Coordinate with the amendments to the provisions of "Regulations Governing the Acquisition and Disposal of Assets by Public Companies".

Article	Amended article	Existing article	Basis of and reason for amendment
	<p>transaction shall be submitted for approval in advance by the Company; the same procedure shall also be followed whenever there is any subsequent change to the terms and conditions of the transaction.</p> <p>(2) Where the transaction amount is NT\$1 billion or more, appraisals from two or more professional appraisers shall be obtained.</p> <p>(3) Where any one of the following circumstances applies with respect to the professional appraiser's appraisal results, unless all the appraisal results for the assets to be acquired are higher than the transaction amount, or all the appraisal results for the assets to be disposed of are lower than the transaction amount, a certified public accountant shall be engaged to render a specific opinion regarding the reason for the discrepancy and the appropriateness of the transaction price:</p> <ol style="list-style-type: none"> 1. The discrepancy between the appraisal result and the transaction amount is 20 percent or more of the transaction amount. 2. The discrepancy between the appraisal results of two or more professional appraisers is 10 percent or more of the transaction amount. <p>Subparagraphs (IV)-(V) Omitted</p>	<p>shall be submitted for approval in advance by the Company; the same procedure shall also be followed whenever there is any subsequent change to the terms and conditions of the transaction.</p> <p>(2) Where the transaction amount is NT\$1 billion or more, appraisals from two or more professional appraisers shall be obtained.</p> <p>(3) Where any one of the following circumstances applies with respect to the professional appraiser's appraisal results, unless all the appraisal results for the assets to be acquired are higher than the transaction amount, or all the appraisal results for the assets to be disposed of are lower than the transaction amount, a certified public accountant shall be engaged to <u>perform the appraisal in accordance with the provisions of Statement of Auditing Standards No. 20 published by the ROC Accounting Research and Development Foundation (ARDF)</u> and render a specific opinion regarding the reason for the discrepancy and the appropriateness of the transaction price:</p> <ol style="list-style-type: none"> 1. The discrepancy between the appraisal result and the transaction amount is 20 percent or more of the transaction amount. 2. The discrepancy between the appraisal results of two or more professional appraisers is 10 percent or more of the transaction amount. <p>Subparagraphs (IV)-(V) Omitted</p>	
Article 9	<p>Related Party Transaction</p> <p>I. (Omitted)</p> <p>II. Evaluation and Operating</p>	<p>Related Party Transaction</p> <p>I. (Omitted)</p> <p>II. Evaluation and Operating</p>	<p>1. In the preceding version, the</p>

Article	Amended article	Existing article	Basis of and reason for amendment
	<p>Procedures</p> <p><u>(I)</u> When the Company intends to acquire or dispose of real property or right-of-use assets thereof from or to a related party, or when it intends to acquire or dispose of assets other than real property or right-of-use assets thereof from or to a related party and the transaction amount reaches 20 percent or more of paid-in capital, 10 percent or more of the Company's total assets, or NT\$ 300 million or more, except in trading of domestic government bonds or bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises, the Company may not proceed to enter into a transaction contract or make a payment <u>until the following matters have been approved by half or more of all Audit Committee members and then submitted to the Company for a resolution:</u></p> <p><u>1.</u> The purpose, necessity and anticipated benefit of the acquisition or disposal of assets.</p> <p><u>2.</u> The reason for choosing the related party as a transaction counterparty.</p> <p><u>3.</u> Information regarding appraisal of the reasonableness of the preliminary transaction terms in accordance with paragraph 3 of this Article.</p> <p><u>4.</u> The date and price at which the related party originally acquired the real property, the original transaction counterparty, and that transaction counterparty's relationship to the Company and the related party.</p> <p><u>5.</u> Monthly cash flow forecasts for the year commencing from the anticipated month of signing of the contract, and evaluation of the necessity of the transaction, and reasonableness of the funds utilization.</p> <p><u>6.</u> An appraisal report from a professional appraiser or a CPA's</p>	<p>Procedures</p> <p>When the Company intends to acquire or dispose of real property or right-of-use assets thereof from or to a related party, or when it intends to acquire or dispose of assets other than real property or right-of-use assets thereof from or to a related party and the transaction amount reaches 20 percent or more of paid-in capital, 10 percent or more of the Company's total assets, or NT\$ 300 million or more, except in trading of domestic government bonds or bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises, the Company may not proceed to enter into a transaction contract or make a payment <u>until the following matters have been approved by the Board of Directors and recognized by the audit committee:</u></p> <p><u>(I)</u> The purpose, necessity and anticipated benefit of the acquisition or disposal of assets.</p> <p><u>(II)</u> The reason for choosing the related party as a transaction counterparty.</p> <p><u>(III)</u> Information regarding appraisal of the reasonableness of the preliminary transaction terms in accordance with paragraph 3 of this Article.</p> <p><u>(IV)</u> The date and price at which the related party originally acquired the real property, the original transaction counterparty, and that transaction counterparty's relationship to the Company and the related party.</p> <p><u>(V)</u> Monthly cash flow forecasts for the year commencing from the anticipated month of signing of the contract, and evaluation of the necessity of the transaction, and reasonableness of the funds utilization.</p> <p><u>(VI)</u> An appraisal report from a professional appraiser or a CPA's</p>	<p>division of points and items of this Article are not clear. In order to make the numbering of provisions more specific, the numbers are rearranged, and the contents of items mentioned are also amended.</p> <p>2. Where an audit committee is set, it shall be recognized by the audit committee first and then submitted to the Board of Directors for a resolution with reference to the provisions of paragraph 4, Article 15 of "Regulations Governing the Acquisition and Disposal of Assets by Public Companies", which is inconsistent with the parallel procedures of submission to the Board of Directors and recognition by the audit committee in the preceding version. Therefore, it is amended per the provisions.</p> <p>3. The provision of the</p>

Article	Amended article	Existing article	Basis of and reason for amendment
	<p>opinion obtained in compliance with the preceding article.</p> <p><u>7.</u> Restrictive covenants and other important stipulations associated with the transaction.</p> <p><u>(II)</u> With respect to the types of transactions listed below, when to be conducted between the Company and its parent or subsidiaries, or between its subsidiaries in which it directly or indirectly holds 100 percent of the issued shares or authorized capital, the Company's Company may pursuant to the relevant provisions of relevant authority delegate the chairperson of the board to decide such matters when the transaction is within a certain amount and have the decisions subsequently submitted to and ratified by the next Board of Directors meeting:</p> <p><u>1.</u> Acquisition or disposal of equipment or right-of-use assets thereof held for business use.</p> <p><u>2.</u> Acquisition or disposal of real property right-of-use assets held for business use.</p> <p><u>(III)</u> Where the position of independent director has been created in the Company, and a certain matter is submitted to the Board of Directors for discussion according to the provisions of <u>this</u> paragraph, the Board of Directors shall take into full consideration each independent director's opinions. If an independent director objects to or expresses reservations about any matter, it shall be recorded in the minutes of the Board of Directors meeting.</p> <p><u>(IV)</u> If <u>subparagraph 1</u> of this paragraph is not approved by half or more of all Audit Committee members, it must be approved by two thirds or more of all directors, and the resolution of the audit committee shall be recorded in the minutes of the Board of Directors meeting.</p>	<p>opinion obtained in compliance with the preceding article.</p> <p><u>(VII)</u> Restrictive covenants and other important stipulations associated with the transaction.</p> <p>With respect to the types of transactions listed below, when to be conducted between the Company and its parent or subsidiaries, or between its subsidiaries in which it directly or indirectly holds 100 percent of the issued shares or authorized capital, the Company's Board of Directors may pursuant to the relevant provisions of relevant authority delegate the chairperson of the board to decide such matters when the transaction is within a certain amount and have the decisions subsequently submitted to and ratified by the next Board of Directors meeting:</p> <p><u>I.</u> Acquisition or disposal of equipment or right-of-use assets thereof held for business use.</p> <p><u>II.</u> Acquisition or disposal of real property right-of-use assets held for business use.</p> <p><u>With respect to the Company's acquisition or disposal of assets that is subject to the approval of the Board of Directors under the Company's procedures or other laws or regulations, if a director expresses dissent and it is contained in the minutes or a written statement, the Company shall submit the director's dissenting opinion to the audit committee.</u></p> <p>Where the position of independent director has been created in the Company, and a certain matter is submitted to the Board of Directors for discussion according to the provisions of <u>preceding</u> paragraph, the Board of Directors shall take into full consideration each independent director's opinions. If an independent director objects to or expresses reservations about any matter, it shall be recorded in the minutes of the Board of Directors meeting.</p>	<p>preceding version on</p> <p>“With respect to the Company's acquisition or disposal of assets that is subject to the approval of the Board of Directors under the Company's procedures or other laws or regulations, if a director expresses dissent...” shall be included in the procedures for the standardization of establishment of supervisors in public companies but does not apply to the establishment of audit committee. Therefore, it shall be deleted.</p> <p>4. The provision of the preceding version on “Where an audit committee has been established in the Company, the matters for recognition by the audit committee according to the preceding paragraph shall first be approved by one-half or more of all audit</p>

Article	Amended article	Existing article	Basis of and reason for amendment
	<p>(V) The terms “all audit committee members and all directors” in <u>this paragraph</u> shall be counted as the actual number of persons currently holding those positions.</p> <p>(VI) <u>Where the Company or its subsidiary which is not a domestic public Company is engaged in the transaction specified in subparagraph 1, paragraph 2 of this Article, and the transaction amount reaches more than 10% of the Company’s total assets, the Company may sign relevant transaction contract and pay relevant amount only after submitting the data listed in each subparagraph above to the Shareholders’ Meeting for approval, which, however, does not apply to the transactions between the Company and its parent Company or subsidiaries, or transactions between subsidiaries.</u></p> <p>(VII) <u>The calculation of the transaction amounts referred to in subparagraph 1, paragraph 2 of this Article herein shall be done in accordance with Article 14, paragraph 1, subparagraph 8.</u></p> <p>III. (Omitted)</p>	<p><u>Where an audit committee has been established in the Company, the matters for recognition by the audit committee according to the preceding paragraph shall first be approved by one-half or more of all audit committee members and then submitted to the Board of Directors for a resolution.</u></p> <p><u>If approval of one-half or more of all audit committee members as required in the preceding paragraph is not obtained, the procedures may be implemented if approved by two-thirds or more of all directors, and the resolution of the audit committee shall be recorded in the minutes of the Board of Directors meeting.</u></p> <p>The terms “all audit committee members” in <u>preceding paragraph</u> and “all directors” <u>in preceding paragraph</u> shall be counted as the actual number of persons currently holding those positions.</p> <p>III. (Omitted)</p>	<p>committee members and then submitted to the Board of Directors for a resolution.” is repeated with subparagraph 1, paragraph 2 of this Article, and thus it is deleted.</p> <p>5. Coordinate with the amendments to the provisions of “Regulations Governing the Acquisition and Disposal of Assets by Public Companies”.</p>
Article 10	<p>Procedures for Acquisition or Disposal of Intangible Assets or Right-of-use Assets thereof or Memberships</p> <p>Subparagraphs (I)-(III) (Omitted)</p> <p>(IV) Report of Expert Appraisal Opinion on Intangible Assets or Right-of-use Assets thereof or Memberships</p> <p>Where the Company acquires or disposes of intangible assets or right-of-use assets thereof or memberships and the transaction amount reaches 20 percent or more of paid-in capital or NT\$ 300 million or more, except in transactions with a domestic government agency, the Company shall engage a certified public accountant prior to the date of occurrence of the event to render an opinion on the reasonableness of the</p>	<p>Procedures for Acquisition or Disposal of Intangible Assets or Right-of-use Assets thereof or Memberships</p> <p>Subparagraphs (I)-(III) (Omitted)</p> <p>(IV) Report of Expert Appraisal Opinion on Intangible Assets or Right-of-use Assets thereof or Memberships</p> <p>Where the Company acquires or disposes of intangible assets or right-of-use assets thereof or memberships and the transaction amount reaches 20 percent or more of paid-in capital or NT\$ 300 million or more, except in transactions with a domestic government agency, the Company shall engage a certified public accountant prior to the date of occurrence of the event to render an opinion on the reasonableness of the</p>	<p>Coordinate with the amendments to the provisions of “Regulations Governing the Acquisition and Disposal of Assets by Public Companies”.</p>

Article	Amended article	Existing article	Basis of and reason for amendment
	transaction price.	transaction price; <u>the CPA shall comply with the provisions of Statement of Auditing Standards No. 20 published by the ARDF.</u>	
Article 12	Procedures for Acquisition or Disposal of Derivatives (Omitted above) (4) Delegation of authorization of derivatives	Procedures for Acquisition or Disposal of Derivatives (Omitted above) (4) Delegation of authorization of derivatives	In the preceding version, the division of points and items of this Article are not clear. In order to make the numbering of provisions more specific, the numbers are rearranged, and the contents of items mentioned are also amended.
	A. Delegation of authorization of hedging trading	A. Delegation of authorization of hedging trading	
	a. The daily transaction authorization of general manager is USD 10,000,000, and the trading authorization of accumulated non-closed part is USD 30,000,000.	a. The daily transaction authorization of general manager is USD 10,000,000, and the trading authorization of accumulated non-closed part is USD 30,000,000.	
	b. When the accumulated non-disclosed part exceeds the general manager's authorization, it shall be submitted to the Board of Directors for verification and approval; if no meeting of the Board of Directors is convened, it shall be approved by the chairperson of the board and then submitted to the recent meeting of the Board of Directors for verification and reference.	b. When the accumulated non-disclosed part exceeds the general manager's authorization, it shall be submitted to the Board of Directors for verification and approval; if no meeting of the Board of Directors is convened, it shall be approved by the chairperson of the board and then submitted to the recent meeting of the Board of Directors for verification and reference.	
	B. Other trades with specific purposes shall be submitted to the Board of Directors for approval before being conducted.	B. Other trades with specific purposes shall be submitted to the Board of Directors for approval before being conducted.	
	C. With respect to the Company's acquisition or disposal of assets that is subject to the approval of the Board of Directors under the Company's procedures or other laws or regulations, if a director expresses dissent and it is contained in the minutes or a written statement, the Company shall submit the director's dissenting opinion to the audit committee.	C. With respect to the Company's acquisition or disposal of assets that is subject to the approval of the Board of Directors under the Company's procedures or other laws or regulations, if a director expresses dissent and it is contained in the minutes or a written statement, the Company shall submit the director's dissenting opinion to the audit committee.	
	D. Where trading for acquisition or disposal of assets is submitted to the Board of Directors for discussion according to the provisions of <u>Point C</u> above, the Board of Directors shall take into full consideration each independent director's opinions. If an independent director objects to or expresses reservations about any matter, it shall be recorded in the minutes of the Board of Directors meeting.	<u>Where the position of independent director has been created in the Company,</u> and a trade of acquisition or disposal of assets is submitted to the Board of Directors for discussion according to the provisions of <u>preceding paragraph</u> , the Board of Directors shall take into full consideration each independent director's opinions. If an independent director objects to or expresses	

Article	Amended article	Existing article	Basis of and reason for amendment
		reservations about any matter, it shall be recorded in the minutes of the Board of Directors meeting.	
	<u>E.</u> Derivatives trading shall first be approved by one-half or more of all audit committee members and then submitted to the Board of Directors for a resolution.	<u>Where an audit committee has been established in the Company,</u> derivatives trading shall first be approved by one-half or more of all audit committee members and then submitted to the Board of Directors for a resolution.	
	If approval of one-half or more of all audit committee members as required in the preceding <u>section</u> is not obtained, the procedures may be implemented if approved by two-thirds or more of all directors, and the resolution of the audit committee shall be recorded in the minutes of the Board of Directors meeting.	If approval of one-half or more of all audit committee members as required in the preceding <u>paragraph</u> is not obtained, the procedures may be implemented if approved by two-thirds or more of all directors, and the resolution of the audit committee shall be recorded in the minutes of the Board of Directors meeting.	
	The terms “all audit committee members” in <u>preceding section</u> and “all directors” mentioned shall be counted as the actual number of persons currently holding those positions.	The terms “all audit committee members” in <u>preceding paragraph</u> and “all directors” mentioned shall be counted as the actual number of persons currently holding those positions.	
Article 14	Procedures for Information Disclosure Subparagraphs (I)-(VI) (Omitted) (VII) Where an asset transaction other than any of those referred to in the preceding six subparagraphs, a disposal of receivables by a financial institution, or an investment in the mainland China area reaches 20 percent or more of paid-in capital or NT\$300 million; provided, this shall not apply to the following circumstances: 1. Trading of domestic government bonds <u>or foreign government bonds with credit rating not inferior to sovereign credit rating of Taiwan.</u> 2. Where done by professional investors-securities trading on securities exchanges or OTC markets, or subscription of <u>foreign corporate bonds</u> or general corporate debentures without equity characteristics (excluding subordinated debt) that are offered and issued in the primary market, or subscription or redemption of securities investment trust funds or futures trust funds, <u>or subscription or redemption of index investment securities,</u> or subscription by a	Procedures for Information Disclosure Subparagraphs (I)-(VI) (Omitted) (VII) Where an asset transaction other than any of those referred to in the preceding six subparagraphs, a disposal of receivables by a financial institution, or an investment in the mainland China area reaches 20 percent or more of paid-in capital or NT\$300 million; provided, this shall not apply to the following circumstances: 1. Trading of domestic government bonds of Taiwan. 2. Where done by professional investors-securities trading on securities exchanges or OTC markets, or subscription of ordinary corporate bonds or general bank debentures without equity characteristics (excluding subordinated debt) that are offered and issued in the primary market, or subscription or redemption of securities investment trust funds or futures trust funds, or subscription by a securities firm of securities as necessitated by its undertaking business	Coordinate with the amendments to the provisions of “Regulations Governing the Acquisition and Disposal of Assets by Public Companies”.

Article	Amended article	Existing article	Basis of and reason for amendment
	<p>securities firm of securities as necessitated by its undertaking business or as an advisory recommending securities firm for an emerging stock company, in accordance with the rules of the Taipei Exchange.</p> <p>3. Trading of bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises (VIII) The calculation method of trading amount mentioned above is shown as follows, and “within the preceding year” as used in the preceding paragraph refers to the year preceding the date of occurrence of the current transaction. Items duly announced need not be counted toward the transaction amount.</p> <p>1. The amount of any individual transaction.</p> <p>2. The cumulative transaction amount of acquisitions and disposals of the same type of underlying asset with the same transaction counterparty within the preceding year.</p> <p>3. The cumulative transaction amount of acquisitions and disposals (cumulative acquisitions and disposals, respectively) of real property or right-of-use assets thereof within the same development project within the preceding year.</p> <p>4. The cumulative transaction amount of acquisitions and disposals (cumulative acquisitions and disposals, respectively) of the same security within the preceding year.</p>	<p>or as an advisory recommending securities firm for an emerging stock company, in accordance with the rules of the Taipei Exchange</p> <p>3. Trading of bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises (VIII) The calculation method of trading amount mentioned above is shown as follows, and “within the preceding year” as used in the preceding paragraph refers to the year preceding the date of occurrence of the current transaction. Items duly announced need not be counted toward the transaction amount.</p> <p>1. The amount of any individual transaction.</p> <p>2. The cumulative transaction amount of acquisitions and disposals of the same type of underlying asset with the same transaction counterparty within the preceding year.</p> <p>3. The cumulative transaction amount of acquisitions and disposals (cumulative acquisitions and disposals, respectively) of real property or right-of-use assets thereof within the same development project within the preceding year.</p> <p>4. The cumulative transaction amount of acquisitions and disposals (cumulative acquisitions and disposals, respectively) of the same security within the preceding year.</p>	
Article 18	<p>Supplementary Provisions (Omitted above)</p> <p>The first amendment was made on June 26, 2013.</p> <p>The second amendment was made on June 13, 2014.</p> <p>The third amendment was made on June 3, 2015.</p> <p>The fourth amendment was made on June 27, 2016.</p> <p>The fifth amendment was made on June 28, 2017.</p> <p>The sixth amendment was made on</p>	<p>Supplementary Provisions (Omitted above)</p> <p>The first amendment was made on June 26, 2013.</p> <p>The second amendment was made on June 13, 2014.</p> <p>The third amendment was made on June 3, 2015.</p> <p>The fourth amendment was made on June 27, 2016.</p> <p>The fifth amendment was made on June 28, 2017.</p> <p>The sixth amendment was made on</p>	Add the date of this amendment.

Article	Amended article	Existing article	Basis of and reason for amendment
	June 27, 2019. <u>The seventh amendment will be made on June 27, 2022.</u>	June 27, 2019.	

Measures for Issuance of Restricted Stock Awards (RSA) for 2022

OBI Pharma, Inc.

Measures for Issuance of Restricted Stock Awards (RSA) for 2022

Article 1 Purpose of Issuance

In order to attract and retain senior officers, the Company formulates Measures for Issuance of Restricted Stock Awards (RSA) for 2022 (hereinafter referred to as “the Measures”) according to Article 267 of the Company Act, Article 22 of the Securities Exchange Act and “Regulations Governing the Offering and Issuance of Securities by Securities Issuers” (hereinafter referred to as “the Regulations”) issued by the Financial Supervisory Commission (FSC).

Article 2 Issuance Period

RSA can be issued in a one-time manner or by different times as the case may be within one year since the date of arrival of notice of commencement of application by the competent authority. The actual issue date and relevant work shall be established by the board chairperson authorized by the board of directors.

Article 3 Employees’ Qualifications for Rationing

- I. To guarantee shareholders’ rights and interests, the Company will manage this reward plan in a prudent way. The applicable objects of this reward plan are limited to full-time senior officers who are in-service and achieve certain performance on the date when RSA is granted. A qualified senior officer must be (1) a person having a major influence on the Company’s decision-making on operations, or (2) a key talent for the future development of core technologies and strategies of the Company.
- II. Eligible senior officers and number of shares rationed will be verified and determined by the board chairperson first and then submitted to the remuneration committee and the Board of Directors for approval in consideration of the Company’s operating results, personal ranks, work performance and other suitable reference factors.
- III. The total number of accumulated subscribed shares of employee stock warrants issued according to paragraph 1 of Article 56-1 of the Regulations and granted by the Company to a single employee and the RSA accumulatively obtained shall not exceed 0.3% of the total shares already issued. Additionally, the total of the foregoing plus subscribed shares accumulatively granted to a single employee regarding employee stock warrants issued according to paragraph 1 of Article 56-1 of the Regulations and granted by the Company shall not exceed 1% of the total shares already issued. However, with the project approval from each central purpose enterprise competent authority, the total number of employee stock warrants and RSA obtained by a single employee may not be restricted from the preceding ratios.

Article 4 Estimated Total Shares to Issue

The total number of shares to issue does not exceed 500,000 shares with face value par share of NT\$ 10. The number of shares actually issued will be submitted to the Board of Directors for a resolution after the proposal for issuance of RSA is approved by the regular Shareholders’ Meeting and competent authority.

Article 5 Vesting Conditions of RSA and Restrictions of Contents of Shares’ Rights

- I. Estimated issue price: Unpaid issuance
- II. Type of shares issued: Ordinary share
- III. Vesting conditions:

After being rationed with RSA, senior officers shall simultaneously comply with the following conditions before actually acquiring it: (1) They are still in-service upon the date of expiry of each vesting period; (2) They haven't violated any contracts signed with the Company as well as work rules of the Company during each vesting period; (3) They have achieved the performance assessment indexes of senior officers set up by the Company (in other words, the performance assessment grade of the senior officers must be "Exceed" and above in recent one year since the expiry of the vesting period.

Share ratios vested in each year:

- a. If a senior officer still works for the Company for two years since the granting date after issuance, 50% of RSA will be vested to this officer;
 - b. If a senior officer still works for the Company for three years since the granting date after issuance, 25% of RSA will be vested to this officer;
 - c. If a senior officer still works for the Company for four years since the granting date after issuance, 25% of RSA will be vested to this officer;
- IV. If an employee does not comply with vesting conditions, or situations like inheritance occur, it shall be handled according to the following methods:
1. When a senior officer fails to comply with the vesting conditions determined in paragraph 3 of this Article, the Company will take back senior officer's shares free of charge and handle cancellation
 2. Voluntary exist, severance and dismissal:
RSA not yet vested will be deemed as failure to comply with vesting conditions since the effective date of exist, and the Company will take back the senior officer's shares free of charge and handle cancellation.
 3. Leave without pay:
Rights and obligations of RSA not yet vested are not influenced; however, actual shares that can be vested in each year, in addition to the vesting conditions determined in paragraph 3 of this Article, shall be calculated according to the ratio of actual number of in-service months of a senior officer in the year before each vesting date. If the senior officer is under a status of leave on pay on the vesting date, it will be deemed that the vesting conditions are not fulfilled, and in this case, the Company will take back the senior officer's shares free of charge and handle cancellation
 4. Retirement:
Rights and obligations of RSA not yet vested are not influenced; the actual shares that can be vested in each year shall be handled according to the vesting conditions determined in paragraph 3 of this Article. It is deemed that this senior officer is still in-service and his/her personal performance assessment grade is deemed as "Exceed".
 5. General death and failure to continuously serve the post due to physical disability caused by occupational hazards:
RSA not yet vested will be deemed as complying with vesting conditions for the year ○ since the date of ○... After completing necessary statutory procedures and providing relevant certificates, the inheritor may apply for the inheritance of his/her due shares; if a senior officer cannot continuously serve the post due to physical disability caused by occupational hazards, it will be deemed as complying with vesting conditions for the year ○ since the date of ○..., and this senior officer can still receive his/her duly vested shares.
 6. Job transfer:

- (1) When a senior officer asks for transfer to a subsidiary or affiliate, his/her RSA not yet vested shall be handled according to the method of “Voluntary exit” stipulated in subparagraph 2 of this paragraph.
 - (2) The RSA of a senior supervisor who is assigned by the Company to a subsidiary or affiliate not yet vested will not be influenced by such transfer; however, it shall still be subject to the vesting conditions stipulated in paragraph 3 of this Article, and this senior officer shall still continuously serve for the aforesaid subsidiary or affiliate on the vesting date. Otherwise, it will be deemed as failure to comply with vesting conditions, and in this case, the Company will take back the senior officer’s shares free of charge and handle cancellation. As for personal performance assessment of this senior officer, the board chairperson of the Company will verify and determine if the officer complies with the vesting conditions with reference to the performance assessment provided by the subsidiary or affiliate the officer is transferred to.
 7. If a senior officer makes a written statement to the Company, indicating his/her voluntary waiver of being granted RSA, the Company will take back the senior officer’s shares free of charge and handle cancellation.
 8. If a senior officer violates any contract signed with the Company or work rules of the Company after granted RSA, the Company will take back the senior officer’s shares free of charge and handle cancellation.
 9. If a senior officer terminates or rescinds the proxy authorization of the Company regarding RSA trust/custody account (detailed in subparagraph 1, paragraph 5, and paragraph 7 of this Article), the RSA not vested yet will be deemed as not complying with the vesting conditions on the date of termination or rescission, and the Company will take back the senior officer’s shares free of charge and handle cancellation.
 10. Other situations will be individually verified and determined by the board chairperson based on the actual circumstances, and then submitted to the Remuneration Committee/the Board of Directors for recheck.
- V. Restricted rights before fulfillment of vesting conditions after acquisition of rationed new shares:
1. After issuance of RSA, it shall be immediately delivered for trust/custody. A senior officer shall not request the trustee to return the RSA on any ground or by any means until the vesting conditions are fulfilled.
 2. During the vesting period, no senior officer may sell, pledge, transfer, bestow to others, establish or dispose the RSA by any means.
 3. Unless otherwise restricted in the Measures, other rights of the RSA acquired by a senior officer according to the Measures before fulfillment of the vesting conditions, including but not limited to the ratio receiving rights over dividends, bonuses and capital reserve, subscription rights of capital increase in cash, etc., are same as those of ordinary shares already issued by the Company, and the relevant work shall be executed according to trust/custody contract.
 4. Before a senior officer fulfills the vesting conditions, the attendance in the Shareholders’ Meeting of the Company, proposals, voting rights and other matters regarding shareholders’ rights and interests shall be exercised by the trust/custodian organization on his/her behalf.
 5. If the Company handles capital decrease in cash, capital decrease for loss compensation and other operations of capital decrease not categorized as statutory capital decrease during the vesting period, RSA shall be canceled according to the ratio of capital decrease. As for capital decrease in cash, cash therefore refunded

shall be delivered to trust/custody and will not be delivered to the senior officers only after the vesting conditions are fulfilled; the Company will take back such cash if the vesting conditions are not fulfilled.

VI. Handling of merger and acquisition:

Rights and obligations of RSA not yet vested are not influenced, or may be changed according to the agreements reached in relevant merger and acquisition contract or plan.

VII. Other matters agreed upon:

During a period of delivery of RSA to trust/custody, the Company will represent senior officers with full authority to deal with stock trust/custodian organization including negotiation, signing, amendment, extension, rescission and termination of trust/custody contracts as well as instructions for delivery, application and disposal of trusted/custodian property.

Article 6 Contract Signing and Confidentiality

I. Senior officers acquiring RSA shall sign “Letter of Consent to Receipt of RSA” and handle relevant trust/custody procedures. Those who fail to sign relevant documents as stipulated are deemed as waiving the RSA.

II. Any owner who acquires RSA and derivative equity per the Measures shall abide by the provisions of the Measures and “Letter of Consent to Receipt of RSA”. Those who violate the provision are deemed as failing to comply with the vesting conditions. Besides, such owner shall abide by the confidentiality provisions of the Company on remuneration, and shall not inquire about others or disclose the relevant contents and quantity of RSA awarded, or notify the relevant contents of this project as well as individuals’ rights and interests to others unless otherwise required in laws and regulations or by the competent authority. In case of any violation, the Company has the right to take back RSA with vesting conditions not yet fulfilled free of charge and handle cancellation.

Article 7 Taxation

Relevant taxes of the RSA acquired per the Measures shall be handled according to the provisions of the laws and regulations of the Republic of China.

Article 8 Other Important Matters

I. The Measures will be put into force only after being passed by the Remuneration Committee, approved in a board meeting where two thirds or more of directors attend and half and more of attending directors consent, and then applied to the competent authority for approval. Later, when it is necessary to amend due to amendment of laws and regulations or according to the review requirements of the competent authorization, the board chairperson will be authorized to amend the Measures. Then, the RSA can be issued only after being submitted to the Remuneration Committee and the Board of Directors for subsequent recognition.

II. Matters not mentioned herein shall be handled according to the provisions of relevant laws and regulations.

III. The Measures will be first established and passed on June 27, 2022.

Appendix 1 (Before amendment)

OBI Pharma, Inc. Articles of Incorporation

Chapter 1: General Principles

- Article 1: The Company is incorporated pursuant to the provisions on limited liability company in Company Act, the Chinese name is 台灣浩鼎生技股份有限公司, and the English name is OBI Pharma, Inc..
- Article 2: The operating businesses of the Company are as follows:
1. IG01010 Biotechnology service.
 2. F108021 Western medicine wholesale.
 3. F107070 Veterinary drug wholesale.
 4. F107080 Environmental drug wholesale.
 5. F208021 Western medicine retail.
 6. F207070 Veterinary drug retail.
 7. F207080 Environmental drug retail.
 8. F401010 International trade.
 9. I103060 Management consulting.
 10. IC01010 Drug inspection.
 11. IG02010 R&D service.
 12. F601010 Intellectual property right
 13. ZZ99999 Apart from the licensing businesses, business not prohibited or restricted by laws and decrees may be operated.
- Article 3: The company sets parent company in Taipei City, when necessary, branch may be incorporated both at home and abroad according to the resolution of the Board of Directors.
- Article 4: The announcement method of the Company shall be handled pursuant to Article 28 of the Company Act and provisions of competent authority in charge of securities.
- Article 5: The total reinvestment amount of the Company is not restricted by Article 13 of Company Act, which prescribed that the reinvestment shall not exceed forty percent of the paid-up capital; and external guarantee may be engaged in according to business needs, and it shall be executed according to endorsement procedures of the Company.

Chapter 2 Shares

- Article 6: The total capital of the Company is NT\$3 billion in 300 million shares with a par value of NT\$10 per share. The Board of Directors is authorized to issue the unissued shares in batches. Among the said total capital, NT\$240 million will be reserved for issuing employee stock

option certificate, totally 240 million shares with a par value of NT\$10 per share, the Board of Directors is authorized to issue in batches as needed.

If the Company plans to issue employee stock option certificate with subscription price lower than the closing price of ordinary share on issuing date, pursuant to relevant provisions, it shall be agreed by more than two third of attending shareholders with voting rights in the Shareholders' Meeting attended by shareholders holding the majority of total outstanding shares, and it shall declare for handling in batches within one year as of the date of shareholders' resolution.

If the Corporation plans to buy back shares of the Corporation and transfer them to employees at the price lower than the average price in actual shares buyback, pursuant to relevant provisions, it shall be agreed by more than two third of attending shareholders with voting rights in the last Shareholders' Meeting attended by shareholders holding the majority of total outstanding shares before transfer.

The objects for the Company's issue of new shares for employee subscription, employee stock option certificate, restricted stock grants and transfer of treasury shares to employee may include the employees of controlling or subordinate companies that conforming to certain conditions.

Article 7: The shares of the Company are inscribed shares signed or sealed by the director representing the company, and they will be issued after certification pursuant to law. The shares issued by the Company may be exempted from printing share certificate, but they shall be registered in centralized securities depository enterprise.

Article 8: The change of record of shareholders list of the Company shall be stopped within sixty days before convening General Meeting, within thirty days before convening Interim Meeting, or within five days before the base date on which the Company decides to distribute dividend and bonus or other interests.

Article 9: Handling of stock affairs by the Company shall be subject to the "Guidelines for Handling Stock Affairs of Listed Company" issued by competent authority in charge of securities.

Chapter 3 Shareholders' Meeting

Article 10: Shareholders' Meeting of the Company are divided into the following two types:

1. General Meeting, it shall be convened at least once a year and convened by the Board of Directors within six months after the end of every accounting year.
2. Interim Meeting, it may be convened pursuant to law when necessary.

The adoption of electronic voting by Shareholders' Meeting is listed as one of the channels for shareholders of the Company to exercise voting rights, relevant operations thereof shall be subject to the regulations of competent authority.

- Article 11: The meeting date, location and convening cause shall be notified to each shareholder 30 days before convening General Meeting and 15 days before convening Interim Meeting of the Company.
- Article 12: When convening Shareholders' Meeting, the Chairman is the chairperson. When the Chairman cannot exercise its function and power when on leave or for a reason, its agency shall be handled pursuant to Article 208 of Company Act.
- Article 13: When a shareholder cannot attend the Shareholders' Meeting for a reason, such shareholder may issue the power of attorney printed by the Company to specify the scope of authorization, and sign or seal it to appoint the agent to attend the Shareholders' Meeting. Apart from pursuant to Article 177 of Company Act, appointment of an agent by shareholders of the Company shall be made in accordance with the “Rules for Listed Company in Power of Attorney Application for Attending Shareholders' Meeting” issued by competent authority.
- Article 14: Every share of shareholders of the Company has one voting right, except for the voting right is restricted or voting right is not available pursuant to Article 179 of Company Act.
- Article 15: Unless otherwise prescribed by Company Law, the resolution of Shareholders' Meeting shall be agreed by more than half of the voting rights of attending shareholders representing more than half of the total outstanding shares.
- Article 16: Resolution of Shareholders' Meeting shall be made into meeting minutes to be sign or sealed by the chairperson, and the preparation and distribution of meeting minutes shall be handled pursuant to Article 183 of Company Act.

Chapter 4 Director

- Article 17: The Company sets 7 directors with 3 years of term of office, who will be elected by Shareholders' Meeting from the competent candidates, reappointment is acceptable if elected successively, if re-election is not carried out upon the expiration of director's term of office, the term of office of the concerned director will be extended until the re-elected director takes office; the election of directors of the Company will adopt candidate nomination system, and Shareholders' Meeting will elect directors from the list of candidates.

Among the director quota mentioned above, the quota of independent director shall not be no less than two and no less than one fifth of the

board seats, regarding independent director's professional qualification, shareholding, part-time restriction, nomination and election method, and other matters shall be complied with, it shall be handled pursuant to relevant regulations of competent securities authority.

Article 17-1: The Company sets Audit Committee pursuant to 4 of Article 14 of Securities Exchange Act, and the Audit Committee shall comprise of all independent directors.

Audit Committee or member of Audit Committee is responsible for executing the function and power of supervisor pursuant to Company Act, Securities Exchange Act and other legal provisions. Regarding the headcount, term of office, function and power, rules of procedure etc. of Audit Committee, it shall be otherwise formulated in Audit Committee Organizational Regulations.

The Company may otherwise set other functional committees, whose Organizational Regulations will be formulated by Board of Directors before implementation.

Article 18: The Board of Directors is organized by the directors, one Chairman and one Vice Chairman may be mutually elected in the meeting attended by more than two thirds of the directors and agreed by more than half of the attending directors, and the Chairman acts on behalf of the Company externally.

Article 19: The Chairman of the Company shall acts as the chairperson of the Board of Directors meeting, when the Chairman cannot exercise its function and power when on leave or for a reason, its agency shall be handled pursuant to Article 208 of Company Act.

The convening notice of Board of Directors shall be handled pursuant to Article 204 of Company Act, and it shall be made in writing, by email or fax.

Article 20: Director may appoint other director to attend Board of Directors meeting on its behalf through written authorization, provided power of attorney shall be issued for every appointment to specify the scope of authorization, and the appointment is limited to one person.

Article 21: (Deleted)

Article 22: The Company may buy liability insurance for the director within its term of office for the compensation liability shall be borne within its executing business scope, and Board of Directors is authorized to determine the insurance amount and insuring matters thereof.

Article 23: For the remuneration of director, Remuneration Committee will determine according to its value of involvement in and contribution to company operation and by considering the normal industry payment

standard, and then propose it to Board of Directors for resolution. The Company may determine the remuneration of independent director different from that of general director.

Chapter 5 Manager

Article 24: The Company may set the manager, whose appointment, dismissal and remuneration will be handled pursuant to Article 29 of Company Act.

Chapter 6 Accounting

Article 25: The accounting year of the Company starts from January 1 to December 31 of every year. After the end of every accounting year, the Board of Directors shall prepare (1) Business Report; (2) Financial Statements; (3) Proposals for surplus distribution or loss appropriation etc., and submit them to the Audit Committee for examination, and then propose them to the General Meeting for acknowledgment.

Article 26: If the Company has annual profit, it shall be allocated no less than two percent as employee remuneration and no more than two percent as director remuneration. But when the Company still has accumulated losses, it shall reserve the compensation amount in advance.

Employee remuneration will be paid in stock or cash, which shall be resolved by the consent of more than half of attending directors in the board meeting attended by more than two third of directors, and reported to the Shareholders' Meeting.

The object of issuing remuneration in stock or cash mentioned in preceding paragraph may include employees subordinated to the company and conforming to certain conditions, and the conditions and methods thereof will be stipulated by Board of Directors.

Article 26-1: If the annual general final accounts of the Company have surplus, taxes shall be withheld and accumulated losses shall be covered first, and then 10% will be allocated as statutory surplus reserve, as for the rest thereof, apart from dividend distribution, if there is still surplus, shareholder dividend will be distributed according to the resolution of Shareholders' Meeting.

Article 27: The operating business of the Company belongs to capital intensive industry, and currently the Company is at the stage of operating growth and shall reserve surplus in respond to the funds needed for operating growth and investment, in principle, the Company will adopt balance dividend policy, mutually matched with part stock dividend and part cash dividend, among them, the cash dividend shall not be lower than 10% of the total dividend issued. Provided the type and ratio of such surplus distribution shall be proposed to Board of Directors for drafting a proposal according to the actual profit and capital position of the current year, and then it shall be resolved in Shareholders' Meeting.

Chapter 7 Supplemental Provisions

- Article 28: Other matters not covered in this chapter shall be handled according to the provisions of Company Act and relevant laws and decrees.
- Article 29: This Articles of Incorporation was formulated on April 18, 2002.
The first amendment on November 17, 2003.
The second amendment on November 13, 2007.
The third amendment on November 13, 2009.
The fourth amendment on June 25, 2010.
The fifth amendment on January 21, 2011.
The sixth amendment on March 9, 2012.
The seventh amendment on February 7, 2013.
The eighth amendment on June 26, 2013.
The ninth amendment on July 23, 2014.
The tenth amendment on June 27, 2016.
The eleventh amendment on June 27, 2019.

OBI Pharma, Inc.

Chairman: Michael N. Chang

Appendix 2

OBI Pharma, Inc. Rules of Procedure for Shareholders Meetings

1. Purpose:

In order to establish good Shareholders' Meeting governance system and sound supervision function of the Company, and strengthen management function, it is hereby formulated these Rules pursuant to Article 5 of Listed Company Governance Best Practice Principles to comply with.

2. Scope:

All Shareholders' Meeting convened by the Company shall be handled pursuant to these Rules.

3. Operation description:

Article 1: Unless otherwise prescribed by laws and decrees or regulations, the Rules of Procedure for Shareholders Meetings of the Company shall be formulated according to these Rules.

Article 2: Unless otherwise prescribed by laws and decrees, Shareholders' Meeting of the Company shall be convened by Board of Directors.

Thirty days before convening General Meeting or fifteen days before convening Interim Meeting, the Company shall prepare the cause and description information of proposals such as Shareholders' Meeting meeting notice, proxy form, relevant acknowledgment cases, discussion cases, director election or dismissal matters etc. into electronic file and send it to mops.twse.com.tw. And twenty-one days before convening General Meeting or fifteen days before convening Interim Meeting, the Company shall prepare Shareholders' Meeting meeting handbook and meeting updates into electronic file and send it to mops.twse.com.tw. Fifteen days before convening Shareholders' Meeting, the Company shall properly prepare Shareholders' Meeting meeting handbook and meeting updates for shareholders' reading at any time, and they shall be displayed in the company and its stock affairs agency, and distributed at the scene of Shareholders' Meeting.

Notice and announcement shall specify the convening cause; if agreed by the counterpart, the notice may be served in electronic way.

Election or dismissal of directors, amendments to the articles of incorporation, reduction of capital, application for the approval of ceasing its status as a public company, approval of competing with the Company by directors, surplus profit distributed in the form of new shares, reserve distributed in the form of new

shares, the dissolution, merger, or demerger of the corporation, or any matter under Article 185, paragraph 1 of the Company Act, Articles 26-1 and 43-6 of the Securities Exchange Act, Articles 56-1 and 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers shall be set out and the essential contents explained in the notice of the reasons for convening the shareholders meeting. None of the above matters may be raised by an extraordinary motion.

The reasons for convening a Board meeting have stated the general re-election of directors and date of their assumption of duty. After the re-election of the meeting is completed, the same meeting shall not alter the date of their assumption of duty by extempore motions or other means.

A shareholder holding one percent or more of the total number of issued shares may submit to the Company a proposal for discussion at a regular shareholders meeting. The number of items so proposed is limited to one only, and no proposal containing more than one item will be included in the meeting agenda. When the circumstances of any subparagraph of Article 172-1, paragraph 4 of the Company Act apply to a proposal put forward by a shareholder, the Company may exclude it from the agenda. A shareholder may propose a recommendation for urging the Company to promote public interests or fulfill its social responsibilities, provided procedurally the number of items so proposed is limited only to one in accordance with Article 172-1 of the Company Act, and no proposal containing more than one item will be included in the meeting agenda.

The Company shall announce the motion of accepted shareholder, acceptance place and acceptance period before the book closure day before convening General Meeting; and the acceptance period thereof shall not be less than ten days.

The motion proposed by a shareholder is limited to three hundred words, those exceeding three hundred words will not be included in proposal; the proposing shareholder shall personally or appoint other person to attend the General Meeting, and participate in the discussion of such motion.

The Company shall notify the proposing shareholder the handling result before the notice day of convening Shareholders' Meeting, and list the motion conforming to the provisions of this article in the meeting notice. For the shareholder's motion not listed in the proposal, Board of Directors shall describe the reasons therefor in the Shareholders' Meeting.

Article 3: Upon every Shareholder's Meeting, a shareholder may issue the power of attorney printed by the Company to specify the scope of authorization, so as to appoint the agent to attend the Shareholders' Meeting.

A shareholder is limited to issue one power of attorney to appoint one agent,

and the power of attorney shall be served to the Company five days before convening Shareholders' Meeting, in case of repeated power of attorney, the one served first shall prevail. Except for announcing the cancellation of previous appointment.

After the power of attorney has been served to the Company, if a shareholder intends to attend the Shareholders' Meeting in person or exercise its voting right in writing or electronic way, such shareholder shall serve written notice on canceling the power of attorney to the Company two days before convening the Shareholders' Meeting; or the voting right exercised by the attending entrusted agent shall prevail.

Article 4: The convening place of Shareholders' Meeting shall be at the place where the Company locates in or convenient for shareholders to attend and suitable for convening Shareholders' Meeting, and the meeting start time shall not be earlier than 9:00 am in the morning or 3:00 pm in the afternoon; full consideration shall be given to the opinions of independent director regarding the convening place and time.

Article 5: The Company shall specify the accepted shareholder's reporting time, registration location, and other matters need attention in the meeting notice.

The accepted shareholder's reporting time as mentioned in preceding paragraph shall be at least thirty minutes before meeting start; the registration location shall be marked explicitly, and sufficient competent personnel shall be assigned for handling.

The Company shall set autograph book for attending shareholder or the agent entrusted by shareholder (hereinafter referred to as shareholder) to sign in, or the attending shareholder may submit the sign card instead of sign in.

Shareholders themselves or proxies entrusted by them (hereinafter referred to as shareholders) shall attend shareholders meetings based on attendance cards, sign-in cards, or other certificates of attendance. The Company may not arbitrarily add requirements for other documents beyond those showing eligibility to attend presented by shareholders. Solicitors soliciting proxy forms shall also bring identification documents for verification.

The Company shall furnish the attending shareholders with an attendance book to sign, or attending shareholders may hand in a sign-in card in lieu of signing in.

The Company shall furnish attending shareholders with the meeting agenda book, annual report, attendance card, speaker's slips, voting slips, and other meeting materials. Where there is an election of directors or supervisors, pre-printed ballots shall also be furnished.

When a shareholder is the government or legal person, representative attending

Shareholders' Meeting is not limited to one person. When a legal person is entrusted to attend Shareholders' Meeting, it can only assign one representative to attend.

Article 6: If the Shareholders' Meeting is convened by Board of Directors, the President shall preside the meeting, and the Vice President shall preside the meeting when the President is on leave or unable to preside. If there is no Vice President or the Vice President also is on leave or unable to preside, the President will designate one managing director to preside; if the managing director is not available, designate one director to preside, if the President fails to designate the agent, the managing director or director will mutually designate one person to preside. For the Shareholders' Meeting convened by Board of Directors, the Chairman should preside in person, and there should be more than half of directors in Board of Directors attending in person, and there should be at least one representative from all kinds of functional committees to attend, and the attending circumstance shall be recorded in the meeting minutes of Shareholders' Meeting. If the Shareholders' Meeting is convened by other person who is entitled to convene other than the Board of Directors, such person who is entitled to convene shall preside the meeting, when there are more than two such persons, one of them shall be mutually designated to preside. The Company may assign the appointed lawyer, accounting or relevant personnel to attend the Shareholders' Meeting.

Article 7: The Company shall take sound recording or video recording for the entire meeting process of Shareholders' Meeting, and shall keep it for at least one year. But if a shareholder files a lawsuit pursuant to Article 189 of Company Act, it shall be kept until the end of litigation.

Article 8: The attendance of Shareholders' Meeting shall be subject to the calculation of shares. The attending shares shall be calculated according to the autograph book or the sign card submitted, plus the shares exercising voting right in writing or electronic way. The chair shall call the meeting to order at the appointed meeting time and disclose information concerning the number of nonvoting shares and number of shares represented by shareholders attending the meeting. If the attending shareholders are not representing the majority of total outstanding shares, the chairperson may announce to postpone the meeting, and its time of postponing is limited to two times. If attending shareholders are still not representing more than one third of the total outstanding shares after postponing for two times, the chairperson will announce that the meeting fails to be convened for lack of a quorum.

If there is still lack of a quorum but attending shareholders are representing more than one third of the total outstanding shares after postponing for two times as mentioned in preceding paragraph, a tentative resolution may be made pursuant to Paragraph 1, Article 175 of Company Act, and the tentative resolution shall be notified to each shareholder to further convene Shareholders' Meeting within one month.

Before the end of the current meeting, if the attending shareholders are representing the majority of total outstanding shares, the chairperson may make a tentative resolution, and propose it again pursuant to Article 174 of Company Act to Shareholders' Meeting for voting.

Article 9: If the Shareholders' Meeting is convened by Board of Directors, its agenda shall be determined by Board of Directors, the meeting shall be proceeded according to the scheduled agenda, and it shall not be changed unless by the resolution of Shareholders' Meeting.

If the Shareholders' Meeting is convened by other person who is entitled to convene other than the Board of Directors, the provisions in preceding paragraph shall apply.

Before the end of official business discussion (including temporary motions) in the scheduled agenda as prescribed in preceding two paragraphs, the chairperson may not arbitrarily declare meeting adjournment without resolution; if the chairperson declares the meeting adjournment by violating procedures, other members of Board of Directors shall immediately assist attending shareholders to elect one person as the chairperson with the consent of majority attending shareholders with voting rights pursuant to legal procedure to continue the meeting.

For the motion and amendment or temporary motions proposed by shareholders, the chairperson shall give opportunity for sufficient description and discussion, when it is suitable for voting to decide, the chairperson may declare the stop of discussion and propose for voting to decide.

Article 10: Before giving a speech, an attending shareholder shall first fill in speech note to specify the speech topic, shareholder account number (or certificate of attendance number) and account name, and the chairperson will decide its speech order.

If an attending shareholder only submits speech note but does not give a speech, it shall be deemed as unspoken. In case of any discrepancy between speech contents and the record in speech note, the speech contents shall prevail.

For the same motion, the speech of every shareholder shall not exceed two times and no longer than five minutes per time; if the speech of a shareholder violates the regulation or is beyond scope of motion, the chairperson may stop its

speech.

When an attending shareholder is giving a speech, unless agreed by the chairperson and speaking shareholder, other shareholders shall not interrupt the speech, and violator shall be stopped by the chairperson.

When a legal person shareholder assigns more than two representatives to attend the Shareholders' Meeting, the same motion can only be spoken by one representative.

After the speech of an attending shareholder, the chairperson shall personally or designate relevant personnel to reply.

Article 11: The voting of Shareholders' Meeting shall be subject to the calculation of shares.

For the resolution of Shareholders' Meeting, the number of shares of shareholders without voting right will not be calculated into the total number of outstanding shares. In respect of meeting matters, if a shareholder itself has interested relationship and thereby is suspected of damaging the interests of the Company, such shareholder shall not join in the voting, nor exercise voting right on behalf of other shareholders.

The number of shares cannot exercise voting right as prescribed in preceding paragraph will not be calculated into the number of voting rights of attending shareholders.

Except for trust enterprise or the stock affairs agency approved by competent authority in charge of securities, and one person is appointed by more than two shareholders, the agency voting right thereof shall not exceed three percent of the total outstanding shares with voting right, and the exceeding voting right will not be calculated.

Article 12: Shareholders have one voting right per share; except for those shares restricted or without voting right as listed in Paragraph 2, Article 179 of Company Act.

Upon convening Shareholders' Meeting, the Company may exercise its voting right in writing or electronic way; when exercising voting right in writing or electronic way, the exercising method thereof shall be specified in Shareholders' Meeting convening notice. Shareholders exercising voting right in writing or electronic way shall be deemed as attending Shareholders' Meeting in person. But it shall be deemed as waiver regarding the amendment of temporary motions and original proposals of such Shareholders' Meeting, hence the Company should avoid proposing the amendment of temporary motions and original proposals.

If the voting right in preceding paragraph is exercised in writing or electronic way, the declaration of intention thereof shall be served to the company two days before convening Shareholders' Meeting, in case of repeated declarations

of intention, the one served first shall prevail. Except for announcing the cancellation of previous declaration of intention.

After a shareholder has exercised voting right in writing or electronic way, if intends to attend the Shareholders' Meeting in person, such shareholder shall cancel the preceding declaration of intention on exercising voting right in the same way as exercising voting right two days before convening Shareholders' Meeting, or the voting right exercised in writing or electronic way shall prevail. If a shareholder exercises voting right in writing or electronic way and entrusts an agent through power of attorney to attend the Shareholders' Meeting, the voting right exercised by the attending entrusted agent shall prevail.

Except as otherwise provided in the Company Act and in the Company's articles of incorporation, the passage of a proposal shall require an affirmative vote of a majority of the voting rights represented by the attending shareholders. At the time of a vote, for each proposal, the chair or a person designated by the chair shall first announce the total number of voting rights represented by the attending shareholders, followed by a poll of the shareholders. After the conclusion of the meeting, on the same day it is held, the results for each proposal, based on the numbers of votes for and against and the number of abstentions, shall be entered into the MOPS.

When there is an amendment or replacement for the same proposal, the chairperson will decide its voting order together with the original proposal. If one of the proposals has been passed, the other proposals will be deemed as overruled, and voting therefor will no longer be necessary.

The scrutinizing and counting personnel of proposal voting will be designated by the chairperson, but the scrutinizing personnel shall be of shareholder identity. The counting shall be open in the place of Shareholders' Meeting, the voting result shall be reported at the scene, and the record thereof shall be made.

Article 13: Cordance with the applicable election and appointment rules adopted by the Company, and the voting results shall be announced on-site immediately, including the names of those elected as directors and the numbers of votes with which they were elected, and the names of directors not elected and number of votes they received.

The ballot of election matters mentioned in preceding paragraph shall be kept properly after sealed and signed by scrutinizing personnel, and it shall be kept for at least one year. But if a shareholder files a lawsuit pursuant to Article 189 of Company Act, it shall be kept until the end of litigation.

Article 14: Matters relating to the resolutions of a Shareholders' Meeting shall be recorded in the meeting minutes. The meeting minutes shall be signed or sealed by the chair of the meeting and a copy distributed to each shareholder within 20 days

after the conclusion of the meeting. The meeting minutes may be produced and distributed in electronic form.

The Company may distribute the meeting minutes of the preceding paragraph by means of a public announcement made through the MOPS.

The minutes shall be recorded actually according to the meeting date, location, name of chairperson, resolution method, essentials of discussion process and its results (include statistics), during the duration of the Company, it shall be kept permanently.

Article 15: For the number of shares obtained by solicitor and the number of shares represented by entrusted agent, the Company shall prepare statistical table according to the prescribed form on the date of convening Shareholders' Meeting, and it shall be clearly revealed in the place of Shareholders' Meeting. For the resolution matter of Shareholders' Meeting, if it is significant information pursuant to the provisions of laws and decrees and the provisions of Taiwan Stock Exchange Corporation (Juridical Person ROC GreTai Securities Market), the Company shall transmit the contents to mops.twse.com.tw within the specified time.

Article 16: Meeting affairs personnel handling Shareholders' Meeting shall wear ID or arm-badge.

The chairperson may command picketer or security guard to assist to maintain meeting place order. When assisting in maintaining order on the spot, picketer or security guard shall wear the arm-badge with "Picketer" character or ID.

If the meeting place is equipped with amplification system, when a shareholder does not use the equipment configured by the Company to give a speech, the chairperson may stop it.

If a shareholder violates rules of procedure and disobeys the correction by chairperson, interrupting the proceeding of meeting and disobeying after being stopped, the chairperson may command picketer or security guard to ask such shareholder to leave the meeting place.

Article 17: During the meeting, the chairperson may announce the rest at appropriate time, in case of force majeure circumstance, the chairperson may judge to temporarily stop the meeting, and announce the time for meeting continuation as the case may be.

Before the end of official business discussion (including extemporary motions) in the agenda scheduled by Shareholders' Meeting, if the meeting place is not available for continuous use at that time, Shareholders' Meeting may make a resolution to find another place to continue the meeting.

Shareholders' Meeting may make a resolution to postpone or continue the

assembly within five days pursuant to Article 182 of Company Act.

Article 18: These Rules will be implemented after the approval of Shareholders' Meeting, and the same shall apply upon amendment.

These Rules was first formulated and passed by on March 9, 2012.

The first amendment on June 26, 2013.

The second amendment on July 23, 2014.

The third amendment on June 3, 2015.

The fourth amendment on June 27, 2016.

The Fifth amendment on June 22, 2020.

The sixth amendment on July 16, 2021.

Appendix 3

OBI Pharma, Inc. Procedures for Election of Directors

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Article 1: Unless otherwise prescribed by laws and decrees or regulations, the election of directors of the Company shall be handled according to these Procedures.

Article 2: The election of director of the Company shall give consideration to the overall allocation of Board of Directors. The member composition of Board of Directors shall give consideration to diversification, and appropriate diversified policy shall be prepared regarding its operation, operating pattern and development needs, and it is better to include but not limited to the following two main standards:

1. Basic conditions and value: gender, age, nationality and culture etc.
2. Professional knowledge and skills: professional background (such as law, accounting, industry, financing, marketing or science and technology), professional skills and industrial experience etc.

Members of Board of Directors shall generally possess the knowledge, skills and accomplishments necessary for duty execution, overall abilities shall be possessed by them are as follows:

1. Operation judgment ability.
2. Accounting and financial analysis ability.
3. Operating management ability.
4. Crisis management ability.
5. Industry knowledge.
6. International market view.
7. Leadership.
8. Decision-making ability.

Among directors, there shall be majority seats without family relationships such as spouse or relatives within second-degree etc.

Board of Directors of the Company shall consider adjusting member composition of Board of Directors according to the results of performance appraisal.

Article 3: Qualifications of independent directors of the Company shall comply with the provisions of Article 2, Article 3 and Article 4 of "Regulations Governing Appointment of Independent Directors and Compliance Matters for Listed Companies".

The election of independent directors of the Company shall comply with the provisions of Article 5, Article 6, Article 7, Article 8 and Article 9 of "Regulations Governing Appointment of Independent Directors and Compliance Matters for Listed Companies", and it shall be handled pursuant to Article 24 of "Listed Company Governance Best Practice Principles".

Article 4: The election of director of the Company adopts the candidate nomination system

as prescribed in 1 of Article 192 of Company Act, Shareholders' Meeting will elect the director from the list of candidates, reappointment is acceptable if elected successively, if re-election is not carried out upon the expiration of director's term of office, the term of office of the concerned director will be extended until the re-elected director takes office.

In order to examine the qualification criteria, education and experience background of the candidates of independent director, and whether they have the circumstances as listed in Article 30 of Company Act, the Company shall not arbitrarily add other supporting documents of qualification criteria, and shall provide the examination result to the shareholders for reference, so as to elect the competent independent director.

Article 5: The election of directors of the Company shall be conducted in accordance with the nomination system of candidates stipulated in Article 192-1 of the Company Act.

Article 6: If the directors are dismissed for some reason, and there are less than five persons in the board, the Company shall hold a by-election at the latest shareholder' meeting. However, if the vacancy of directors reaches one-third of the seats specified in the Articles of Association or the independent directors are all removed, the Company shall, within 60 days from the date of the occurrence of the fact, hold an interim meeting of shareholders for by-election.

Where the number of independent directors is less than the proviso to subparagraph 1 of Article 14-2 of the Securities Exchange Act, the by-election shall be conducted at the latest shareholder' meeting; where independent directors are dismissed, an interim meeting of shareholders shall be convened for by-election within 60 days from the date of the occurrence of the fact.

Article 7: The Company shall adopt cumulative voting system for election of directors, every share has the election right of electing the same number of directors, it may elect one person intensively, or elect several persons separately.

Article 8: Board of Directors shall prepare and elect the ballots of same number of directors, and fill in the weight number thereof to distribute to shareholders attending Shareholders' Meeting, the inscription of elector may be replaced by the certificate of attendance number printed on the ballot.

Article 9: Directors of the Company will calculated the election rights of independent directors and non-independent directors respectively according to the quota stipulated in Articles of Incorporation, those who got ballots representing more election weight number will be elected successively and respectively, if more than two candidates are getting the same weight number and exceeding the stipulated quota, candidates getting the same weight number will be decided by drawing, and the chairperson will make the draw on behalf of those who fail to attend.

Article 10: Before the start of election, the chairperson shall designate several scrutinizing and counting personnel of shareholders identity to execute all kinds of relevant duties. The ballot box shall be prepared by Board of Directors and opened by

scrutinizing personnel for verification in public before voting.

Article 11: The ballot will be invalid in case of any one of the following circumstances:

1. Not use the ballot prepared by Board of Directors;
2. Input the blank ballot into ballot box.
3. The handwriting is illegible and unidentifiable or has been altered.
4. If the filled in candidate is of shareholder identity, and its account name and shareholder's account number is not consistent with those in shareholders list.
5. Other words are included in addition to the number of voting rights allocated.

Article 12: After voting, the ballot box shall be opened and ballots shall be counted on the spot, and the chairperson shall announce the results thereof on the spot, including the list of The ballot of election matters mentioned in preceding paragraph shall be kept properly after sealed and signed by scrutinizing personnel, and it shall be kept for at least one year. But if a shareholder files a lawsuit pursuant to Article 189 of Company Act, they shall be kept until the end of litigation.elected directors and elected weight number.

Article 13: For the elected director, Board of Directors of the Company will issue the notice of election.

Article 14: These Procedures will be implemented after the approval of Shareholders' Meeting, and the same shall apply upon amendment.

Article 15: These Procedures were first formulated and passed by Shareholders' Meeting on March 9, 2012.

The first amendment on June 26, 2013.

The second amendment on July 23, 2014.

The third amendment on June 3, 2015.

The fourth amendment completed on June 27, 2016.

The Fifth amendment completed on July 16, 2021.

Appendix 4

OBI Pharma, Inc. Shareholdings of All Directors

1. The paid-up capital of the Company is NT\$2,292,793,740 only, the total outstanding shares are 229,279,374 shares.
2. Subject to the provisions of Article 26 of Securities Exchange Act and Implementation Rules for Listed Company Directors and Supervisors' Shareholding Proportion and Examination
 - (1) The total shareholdings of all non-independent directors of the Company shall not be less than 12,000,000 shares of outstanding shares of the Company.
 - (2) The Company sets Audit Committee, hence the statutory shareholding of supervisor is not applicable.
3. As at the book closure day of this General Meeting, the shareholdings of directors of the Company recorded in shareholders list are as follows:

Title	Name	Number of shareholding	Shareholding ratio
Chairman	Yi Tai Investment Co., Ltd. Representative: Michael N. Chang	25,765,032	11.24%
Director	Yi Tai Investment Co., Ltd. Representative: Tamon Tseng		
Director	Sheng Cheng Investment Co., Ltd. Representative: Yun Yen	3,254,218	1.42%
Director	Sheng Cheng Investment Co., Ltd. Representative: Frank Chen		
Independent Director	Jerry Fong	-	-
Independent Director	Taychang Wang	-	-
Independent Director	Howard Lee	-	-
Shareholdings of all independent directors		29,019,250	12.66%

Notes: The book closure period of this General Meeting is from April 29, 2022 to June 27, 2022